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

OMB No 1545-0052

2013Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

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

Name of foundation THE MCCONNELL FOUNDATION		A Employer identification number 94-6102700
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (530) 226-6200
800 SHASTA VIEW DRIVE		
City or town, state or province, country, and ZIP or foreign postal code REDDING, CA 96003		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
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) \$ 431,742,479.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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	1,183,995.	871,745.		
	4 Dividends and interest from securities	3,051,107.	6,500,743.		
	5a Gross rents	2,835,823.	2,835,823.		
	b Net rental income or (loss) 2,835,923.				
	6a Net gain or (loss) from sale of assets not on line 10	8,022,848.			
	b Gross sales price for all assets on line 6a 50,748,263.				
	7 Capital gain net income (from Part IV, line 2)		9,252,503.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH 1	2,606,943.	-882,346.			
12 Total. Add lines 1 through 11	17,700,716.	18,578,468.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	907,415.	286,590.		620,826.
	14 Other employee salaries and wages	2,138,574.	217,755.		1,920,819.
	15 Pension plans, employee benefits	1,338,134.	168,787.		1,169,347.
	16a Legal fees (attach schedule)	6,747.	6,747.		
	b Accounting fees (attach schedule)	42,250.	29,575.		12,675.
	c Other professional fees (attach schedule) *	2,216,349.	2,216,349.		
	17 Interest	369,292.			369,292.
	18 Taxes (attach schedule) (see instructions) ATCH 3	460,082.	124,887.		
	19 Depreciation (attach schedule) and depletion	2,788,215.	806,740.		
	20 Occupancy	263,239.	5,265.		257,975.
	21 Travel, conferences, and meetings	85,229.	7,538.		77,691.
	22 Printing and publications	11,621.	868.		10,753.
	23 Other expenses (attach schedule) ATCH 4	2,384,739.	1,450,399.		934,340.
	24 Total operating and administrative expenses. Add lines 13 through 23	13,011,886.	5,321,500.		5,373,718.
	25 Contributions, gifts, grants paid	6,422,828.			6,440,605.
26 Total expenses and disbursements. Add lines 24 and 25	19,434,714.	5,321,500.		11,814,323.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-1,733,998.				
b Net investment income (if negative, enter -0-)		13,256,968.			
c Adjusted net income (if negative, enter -0-)					

b

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		2,200.	2,200.	2,200.
	2	Savings and temporary cash investments		7,041,588.	3,054,528.	3,054,528.
	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) ▶ *		*	866,811.	
		Less: allowance for doubtful accounts ▶		1,138,357.	866,811.	866,811.
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 5		223,745,022.	228,378,686.	320,106,919.
	c	Investments - corporate bonds (attach schedule)				
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach schedule) ▶		40,153,726.		
				6,019,939.		
12		Investments - mortgage loans				
13		Investments - other (attach schedule) ATCH 6		1,489,119.	1,487,919.	1,487,919.
14		Land, buildings, and equipment basis ▶				
		Less: accumulated depreciation (attach schedule) ▶		87,632,012.		
				16,058,926.		
15		Other assets (describe ▶ ATCH 7)		72,620,225.	71,573,086.	71,573,086.
				1,814,515.	1,624,369.	1,624,369.
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		342,881,858.	341,121,386.	431,742,479.	
Liabilities	17	Accounts payable and accrued expenses		99,436.	1,231,489.	
	18	Grants payable		9,058,154.	3,423,811.	
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ ATCH 8)		29,695,566.	29,666,816.	
	23	Total liabilities (add lines 17 through 22)		38,853,156.	34,322,116.	
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		286,907,783.	288,862,857.	
	25	Temporarily restricted		17,120,919.	17,936,413.	
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, . . . ▶ ☐ check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		304,028,702.	306,799,270.	
	31	Total liabilities and net assets/fund balances (see instructions)		342,881,858.	341,121,386.	

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	304,028,702.
2	Enter amount from Part I, line 27a	2	-1,733,998.
3	Other increases not included in line 2 (itemize) ▶ ATCH 9	3	4,504,566.
4	Add lines 1, 2, and 3	4	306,799,270.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	306,799,270.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	9,252,503.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3	0	
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8					

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	13,316,637.	298,315,827.	0.044639
2011	45,723,435.	319,409,458.	0.143150
2010	16,856,404.	301,123,982.	0.055978
2009	14,846,831.	252,187,177.	0.058872
2008	12,196,252.	315,758,069.	0.038625
2 Total of line 1, column (d)			2 0.341264
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 0.068253
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 332,591,666.
5 Multiply line 4 by line 3			5 22,700,379.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 132,570.
7 Add lines 5 and 6			7 22,832,949.
8 Enter qualifying distributions from Part XII, line 4			8 12,081,097.

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	265,139.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	265,139.
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	265,139.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	276,996.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	276,996.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	11,857.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ 11,857. Refunded ☐ ☐	11		

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ HTTP://WWW.MCCONNELLFUNDATION.ORG				
14	The books are in care of ▶ LEE W. SALTER Telephone no ▶ 530-226-6200			
	Located at ▶ 800 SHASTA VIEW DR. REDDING, CA ZIP+4 ▶ 96003			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? ☐	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No		
If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) ☐	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) ☐	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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☒ Yes ☐ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4045 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b** ☒ XOrganizations 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 **ATCH 10**

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 11		907,416.	137,795.	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 12		675,714.	197,780.	0

Total number of other employees paid over \$50,000 ☐ **17**

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 13		1,143,511.

Total number of others receiving over \$50,000 for professional services 6

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 LEMA RANCH TRAILS AND LEMA RANCH MEETINGS FACILITIES. OVER 400 ACRES OF PUBLIC PARK LAND INCLUDING 8 MILES OF MAINTAINED TRAILS. THOUSANDS (CONTINUED IN FOOTNOTES)	4,296,520.
2 INTERNATIONAL PROGRAM - THE FOUNDATION SUPPORTS PROJECTS TO IMPROVE SOCIAL HEALTH AND WELFARE FOR CITIZENS IN NEPAL AND LAOS. (CONTINUED IN FOOTNOTES)	340,502.
3 SCHOLARSHIP PROGRAM - THE MCCONELL FOUNDATION SCHOLARS AND VISTA PROGRAMS PROVIDE MONETARY AND NON-FINANCIAL SUPPORT TO LOCAL STUDENT WHO ARE ATTENDING (CONTINUED IN FOOTNOTES)	161,927.
4 CHILDREN, YOUTH AND EDUCATION PROGRAM - THE FOUNDATION'S CHILDREN, YOUTH AND EDUCATION PROGRAM PROVIDES FUNDING TO QUALIFIED ORGANIZATIONS PROVIDING (CONTINUED IN FOOTNOTES)	190,312.

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	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	298,907,540.
b	Average of monthly cash balances	1b	3,325,273.
c	Fair market value of all other assets (see instructions)	1c	35,423,701.
d	Total (add lines 1a, b, and c)	1d	337,656,514.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	337,656,514.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	5,064,848.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	332,591,666.
6	Minimum investment return. Enter 5% of line 5	6	16,629,583.

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	16,629,583.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	265,139.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	17,074.
c	Add lines 2a and 2b	2c	282,213.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	16,347,370.
4	Recoveries of amounts treated as qualifying distributions	4	17,776.
5	Add lines 3 and 4	5	16,365,146.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	16,365,146.

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	11,814,323.
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	266,774.
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	12,081,097.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	12,081,097.

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.

Form 990-PF (2013)

Page 9

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				16,365,146.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 11 , 20 10 , 20 09				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				502,998.
d From 2011				30,090,071.
e From 2012				
f Total of lines 3a through e	30,593,069.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 12,081,097.				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				12,081,097.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	4,284,049.			4,284,049.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	26,309,020.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	26,309,020.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011	26,309,020.			
d Excess from 2012				
e Excess from 2013				

Form 990-PF (2013)

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 ATCH 17				
Total			3a	6,440,605.
b Approved for future payment				
Total			3b	

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

- | 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? | | Yes | No |
|--|-------|-----|----|
| 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 | | | |

[illegible]

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.

Signature of officer or trustee

11/10/2014
Date

► Pres + CEC
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

JOHN WOODHULL

Firm's name ► CROWE HORWATH LLP

Firm's address ► 70 WEST MADISON AVE
CHICAGO, IL

2014.11.05 13:52:50
-06'00'

Check ☐ if self-employed

PTIN

P01305268

Firm's EIN ► 35-0921680

Phone no 630-574-7878

ATTACHMENT 1FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
WATER RIGHTS INCOME	100,381.		
OTHER INCOME	67,024.		
PARTNERSHIP INCOME	2,439,538.	-882,346.	
TOTALS	<u>2,606,943.</u>	<u>-882,346.</u>	

ATTACHMENT 2

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT EXPENSE	826,038.	826,038.		
INVESTMENT EXPENSE - LPS	1,390,311.	1,390,311.		
TOTALS	<u>2,216,349.</u>	<u>2,216,349.</u>		

ATTACHMENT 3FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
CA INCOME TAX PAID	4,725.	4,725.		
FEDERAL EXCISE TAX	282,269.			
FEDERAL INCOME TAX	52,926.			
PROPERTY TAX	120,162.	120,162.		
TOTALS	<u>460,082.</u>	<u>124,887.</u>		

ATTACHMENT 4FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
MANAGED PROPERTY EXPENSE	1,189,559.	1,189,559.		
WEBSITE	375.			375.
UNIFORMS	8,180.			8,180.
OUTSIDE SERVICES	52,204.			52,204.
OTHER MISC EXPENSES	19,058.			19,058.
OFFICE SUPPLIES	9,879.			9,879.
OFFICE EXPENSES	57,073.			57,073.
MEALS	25,082.			25,082.
MAINTENANCE AND REPAIRS	564,201.	114,567.		449,634.
LICENSES & PERMITS	2,043.			2,043.
INVESTMENT CONSULTANT	95,000.	95,000.		
INSURANCE	185,189.			185,189.
GAS, OIL, FUEL	28,311.			28,311.
CONSULTING COMMISSIONS	51,273.	51,273.		
DUES	5,610.			5,610.
COMPUTER	71,489.			71,489.
CHEMICALS & FERTILIZERS	20,213.			20,213.
TOTALS	<u>2,384,739.</u>	<u>1,450,399.</u>		<u>934,340.</u>

ATTACHMENT 5FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
INVESTMENTS - INT'L EQUITIES	47,458,621.	62,857,489.
INVESTMENTS - US EQUITIES	81,977,027.	150,707,290.
INVESTMENTS - US FIXED INCOME	52,274,750.	60,307,762.
INVESTMENTS - GLOBAL FIXED INC	19,321,060.	18,982,128.
INVESTMENTS - REAL ESTATE	4,491,878.	5,390,188.
INVESTMENTS - ALTERNATIVE	22,855,350.	21,862,062.
TOTALS	<u>228,378,686.</u>	<u>320,106,919.</u>

ATTACHMENT 6FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
RIVERVIEW	8,050.	8,050.
LIMITED PARTNERSHIP INTEREST	744,053.	744,053.
ANTIQUUE RANCH EQUIPMENT	72,020.	72,020.
ART & COLLECTIBLES	663,796.	663,796.
TOTALS	<u>1,487,919.</u>	<u>1,487,919.</u>

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
NET INTANGIBLE ASSET	1,619,369.	1,619,369.
REDDING WATER AGREEMENT	5,000.	5,000.
TOTALS	<u>1,624,369.</u>	<u>1,624,369.</u>

ATTACHMENT 8FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
MORGAN STANLEY/CHARLES SCHWAB	29,666,816.
TOTALS	<u>29,666,816.</u>

ATTACHMENT 9FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED GAIN	4,504,566.
TOTAL	<u>4,504,566.</u>

ATTACHMENT 10FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: MAHILA SHAKTI BIKASH KENDRA NEPAL/MSBKN
GRANTEE'S ADDRESS: GANESH BASTI, MAHARAJGANJ
CITY, STATE & ZIP: CHAKRAPATH
FOREIGN PROVINCE: KATHMANDU
FOREIGN COUNTRY: NEPAL
GRANT DATE: 01/01/2013
GRANT AMOUNT: 357,104.
GRANT PURPOSE: WOMEN'S LEADERSHIP DEVELOPMENT PROGRAM - PHASE III
AMOUNT EXPENDED: 143,248.
ANY DIVERSION? NO
DATES OF REPORTS: 07/18/2014
VERIFICATION DATE:
RESULTS OF VERIFICATION:

GRANTEE'S NAME: NATURAL RESOURCE CONFLICT TRANSFORMATION
GRANTEE'S ADDRESS: LOKANTHALI 44600
CITY, STATE & ZIP: BHAKTAPUR
FOREIGN PROVINCE: MADHYAPUR THIMI
FOREIGN COUNTRY: NEPAL
GRANT DATE: 08/01/2013
GRANT AMOUNT: 100,000.
GRANT PURPOSE: ORGANIZATIONAL STRATEGIC PLANNING
AMOUNT EXPENDED: 83,327.
ANY DIVERSION? NO
DATES OF REPORTS: 7/10/14
VERIFICATION DATE:
RESULTS OF VERIFICATION:

THE MCCONNELL FOUNDATION

94-6102700

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
LEE W. SALTER 800 SHASTA VIEW DRIVE REDDING, CA 96003	PRESIDENT & CEO 50.00	462,558.	68,889.	0
JOHN MANCASOLA 800 SHASTA VIEW DRIVE REDDING, CA 96003	EXECUTIVE VP, SECRETARY 50.00	373,983.	68,906.	0
DOREETA DOMKE 800 SHASTA VIEW DRIVE REDDING, CA 96003	TREASURER 10.00	22,125.	0	0
ROBERT P. BLANKENSHIP 800 SHASTA VIEW DRIVE REDDING, CA 96003	CHAIRMAN OF THE BOARD 10.00	17,625.	0	0
WILLIAM W. COX 800 SHASTA VIEW DRIVE REDDING, CA 96003	DIRECTOR 10.00	31,125.	0	0
GRAND TOTALS		<u>907,416.</u>	<u>137,795.</u>	<u>0</u>

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEESATTACHMENT 12

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS EXPENSE ACCT TO EMPLOYEE AND OTHER BENEFIT PLANS ALLOWANCES</u>
SHANNON PHILLIPS 800 SHASTA VIEW DRIVE REDDING, CA 96003	VP OF OPERATIONS 50.00	210,145.	52,285. 0
DIANA STEWART 800 SHASTA VIEW DRIVE REDDING, CA 96003	DIRECTOR OF ADMIN 50.00	139,168.	34,395. 0
KELLY SALTER 800 SHASTA VIEW DRIVE REDDING, CA 96003	SR. PROGRAM OFFICER 40.00	124,473.	35,722. 0
DARIN SANDERS 800 SHASTA VIEW DRIVE REDDING, CA 96003	IT ADMINISTRATOR 50.00	104,324.	38,815. 0
BRIAN SINDT 800 SHASTA VIEW DRIVE REDDING, CA 96003	PROGRAM OFFICER 40.00	97,604.	36,563. 0
	TOTAL COMPENSATION	675,714.	197,780. 0

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
LSV ASSET MANAGEMENT ONE NORTH WACKER DRIVE CHICAGO, IL 60606	INVESTMENT MANAGER	528,458.
BARON CAPITAL MANAGEMENT 767 FIFTH AVE NEW YORK, NY 10153	INVESTMENT MANAGER	91,422.
ARGUS INVESTORS COUNSEL PO BOX 3414 BUFFALO, NY 14240-2999	INVESTMENT MANAGER	115,618.
CARR KENNEDY PETERSON & FROST 420 REDCLIFF DRIVE REDDING, CA 96002	LEGAL	313,013.
D'ANNUNZIO CONSULTING GROUP 621 PACIFIC AVENUE, STE 216 TACOMA, WA 98402	INVESTMENT CNSLTNT	95,000.
TOTAL COMPENSATION		<u>1,143,511.</u>

ATTACHMENT 14

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

DAVE TANNER C/O THE MCCONNELL FND
800 SHASTA VIEW DRIVE
REDDING, CA 96003
530-226-6233

ATTACHMENT 15

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

PAPER APPLICATIONS AND SUBMISSION OF TRANSCRIPTS, STANDARDIZED TEST
SCORES AND STUDENT AID REPORTS (SAR) SHOWING EXPECTED FAMILY
CONTRIBUTION.

ATTACHMENT 16990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

SCHOLARSHIP ELIGIBILITY IS RESTRICTED TO RESIDENTS OF MODOC, SHASTA, SISKIYOU, TEHAMA AND TRINTY COUNTIES. OTHER ELIGIBILITY FACOTRS INCLUDE BUT ARE NOT LIMITED TO FINANCIAL NEED AND ACADEMIC PERFORMANCE. RELATIVES OF MCCONNELL FOUNDATION DISQUALIFIED PERSONS ARE INELIGIBLE.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 17

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
MATCHING GIFTS PAID SEE ATTACHED SCHEDULE	N/A SEE ATTACHED		SEE ATTACHED STATEMENT	195,820.
CHARITABLE GRANTS - PROGRAM SERVICE COSTS SEE ATTACHED SCHEDULE	N/A SEE ATTACHED		SEE ATTACHED STATEMENT	301,658
GRANTS PAID SEE ATTACHED SCHEDULE	N/A SEE ATTACHED		SEE ATTACHED STATEMENT	5,198,720
JUNIOR LIVESTOCK AUCTION	N/A PC		FOR GENERAL SUPPORT	32,146
SCHOLARSHIPS SEE ATTACHED SCHEDULE	N/A SEE ATTACHED		SEE ATTACHED STATEMENT	614,149
QUALIFYING MEMBERSHIPS SEE ATTACHED	N/A SEE ATTACHED		SEE ATTACHED STATEMENT	37,000

ATTACHMENT 17

THE MCCONNELL FOUNDATION

94-6102700

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

ATTACHMENT 17 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MISCELLANEOUS CONTRIBUTIONS SEE ATTACHED	N/A SEE ATTACHED	SEE ATTACHED STATEMENT	26,058.
DISCRETIONARY FUND SEE ATTACHED SCHEDULE	N/A SEE ATTACHED	SEE ATTACHED STATEMENT	35,054
			TOTAL CONTRIBUTIONS PAID
			<u>6,440,605.</u>

THE MCCONNELL FOUNDATION

94-6102700

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

ATTACHMENT 18

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>EXCLUSION</u>		<u>RELATED OR EXEMPT FUNCTION INCOME</u>
		<u>AMOUNT</u>	<u>CODE</u>	
WATER RIGHTS INCOME			01	100,381.
OTHER INCOME			01	67,024.
INVESTMENT INCOME	523000	-59,694.	01	2,499,232.
TOTALS		<u>-59,694.</u>		<u>2,666,637.</u>

ATTACHMENT 18

Sales and Other Dispositions of Capital Assets

OMB No 1545-0074

2013Attachment
Sequence No **12A**Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Name(s) shown on return

THE MCCONNELL FOUNDATION

Social security number or taxpayer identification number

94-6102700

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- ☐ (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- ☐ (B) Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- ☒ (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	SALE OF SECURITIES			45480660.	41495760.			3,984,900.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked).				45480660.	41495760.			3984900.

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)

Social security number or taxpayer identification number

THE MCCONNELL FOUNDATION

94-6102700

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part II Long-Term. Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a, you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- ☐ (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- ☐ (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- ☒ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	DISTRIBUTIONS			5,267,603.				5,267,603.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶				5,267,603.				5267603.

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

FEDERAL FOOTNOTES

FORM 990PF, PART IX-A, SUMMARY OF DIRECT CHARITABLE ACTIVITIES (CONTINUED FROM PART IX-A) OF LOCAL RESIDENTS AND VISITORS USE THE PARK ANNUALLY. LEMA RANCH ALSO PROVIDES APPROXIMATELY 10,000 SQUARE FEET OF MEETING ROOM SPACE THAT IS AVAILABLE AT NO CHARGE TO NON-PROFIT ORGANIZATIONS, GOVERNMENTAL AGENCIES AND PUBLIC SCHOOLS. IN 2013 THE FOUNDATION HOSTED OVER 118 OUTSIDE GROUPS WITH OVER 4,005 ATTENDEES. THESE EXPENSES ARE FUNDED BY THE RELEASE OF TEMPORARILY RESTRICTED FUNDS UNDER THE DISPOSITION OF LEAH F. MCCONNELL'S ESTATE.

CONTINUED FROM INTERNATIONAL PROGRAM - INITIATIVES INCLUDE ACCESS TO JUSTICE, COMMUNITY AND NATURAL RESOURSE CONFLICT MEDIATION, JOURNALISTIC TRAININGS, WATER QUALITY MONITORING AND WOMEN'S LEADERSHIP DEVELOPMENT.

CONTINUED FROM SCHOLARSHIP PROGRAM - FOUR-YEAR COLLEGES AND UNIVERSITIES AND TWO -YEAR COMMUNITY COLLEGES. ALL RECIPIENTS ARE AWARDED UP TO A TOTAL OF \$30,000 WITH SIX YEARS OF ELIGIBILITY. RECIPIENTS MAY REQUEST UP TO ONE-FOURTH OF THE TOTAL (\$7,500) PER YEAR. UNUSED AMOUNTS MAY BE ROLLED FORWARD TO SUBSEQUENT YEARS. RECIPIENTS WHO COMPLETE THEIR DEGREE PROGRAMS MAY USE ANY REMAINING ELIGIBILITY AND FUNDING TOWARDS THE NEXT HIGHER DEGREE. PARTICIPANTS OF BOTH PROGRAMS RECEIVE MENTORING AND SUPPORT FROM THE SCHOLARSHIP PROGRAM OFFICER AND ATTEND PERIODIC EVENTS SUCH AS PERSONAL, ACADEMIC AND PROFESSIONAL DEVELOPMENT WORKSHOPS AND CONFERENCES, RECEPTIONS, VOLUNTEER SERVICE PROJECTS, COLLEGE TRIPS AND SOCIAL OCCASIONS.

CONDINUED FROM CHILDREN, YOUTH, AND EDUCATION PROGRAM - PROGRAMS OR SERVICES THAT HAVE AN IMPACT ON THE DEVELOPMENT, WELL-BEING, AND EDUCATION OF CHILDREN, YOUTH, AND YOUNG ADULTS IN OUR SERVICE AREA.

2013 MATCHING GIFT PAYMENTS				
Organization Name and Address	Payee Tax Status	Purpose of Grant	Relationship to Organization	Amount
Acorn Community Enterprises P O Box 188 Montgomery Creek, CA 96065	PC	Matching Gifts	N/A	\$750
Active 20-30 Club of Redding Foundation P.O. Box 991566 Redding, CA 96099	PC	Matching Gifts	N/A	\$4,125
American Cancer Society 2961 Churn Creek Road Redding, CA 96002	PC	Matching Gifts	N/A	\$450
American Red Cross of Northeastern California 2125 East Onstott Road Yuba City, CA 95991	PC	Women's Leadership Development Program - Phase III	N/A	\$300
Natural Resource Conflict Transformation Center - Nepal (NRCTC) Nepal	PC	Organizational Strategic Planning	N/A	\$750
Anderson New Technology High School 2098 North Street Anderson, CA 96007	PC	Matching Gifts	N/A	\$375
Another Chance Animal Welfare League P O Box 494274 Redding, CA 96049-4274	PC	Matching Gifts	N/A	\$1,500
Cal Humanities 312 Sutter Street, Suite 601 San Francisco, CA 94108-4323	PC	Matching Gifts	N/A	\$3,750
California Polytechnic State University, San Luis Obispo San Luis Obispo, CA 93407	PC	Matching Gifts	N/A	\$75
California State University, Chico CSU Chico Chico, CA 95929-0722	PC	Matching Gifts	N/A	\$375
Central Valley High School 4066 La Mesa Avenue Shasta Lake, CA 96019	PC	Matching Gifts	N/A	\$75
Chrysalis Charter School P O Box 709 Palo Cedro, CA 96073	PC	Matching Gifts	N/A	\$375
Classics for Kids Foundation PO Box 5977 Holliston, MA 01746	PC	Matching Gifts	N/A	\$750
Communities for Police Canines PO Box 991575 Redding, CA 96099-1579	PC	Matching Gifts	N/A	\$300
Cystic Fibrosis Foundation 6930 Arlington Road, Suite 200 Bethesda, MD 20814	PC	Matching Gifts	N/A	\$450
Eglise Evangelique De La Renaissance 129 Lower Swiftwater Rd Swiftwater, PA 18370-7723	PC	Matching Gifts	N/A	\$9,000
Elks National Foundation Inc 2750 N. Lakeview Avenue Chicago, IL 60614-2256	PC	Matching Gifts	N/A	\$3,000
Enterprise High School 3411 Churn Creek Road Redding, CA 96002	PC	Matching Gifts	N/A	\$750
Enterprise High School Boosters Club 3411 Churn Creek Road Redding, CA 96002	PC	Matching Gifts	N/A	\$188
Friends of Indreni P O Box 494066 Redding, CA 96049-4066	PC	Matching Gifts	N/A	\$750
Girls Incorporated of the Northern Sacramento Valley P.O. Box 1135 Red Bluff, CA 96080	PC	Matching Gifts	N/A	\$188
Haven Humane Society P. O. Box 992202 Redding, CA 96099-2202	PC	Matching Gifts	N/A	\$1,086

• The McConnell Foundation
94-6102700

Jpr Foundation Inc 1250 Siskiyou Blvd Ashland, OR 97520-5025	PC	Matching Gifts	N/A	\$525
Kappa Kappa Gamma Foundation P O. Box 38 Columbus, OH 43216-0038	PC	Matching Gifts	N/A	\$375
Redding School of the Arts 3955 Inspiration Place Redding, CA 96003	PC	Matching Gifts	N/A	\$375
KIXE-TV 603 North Market Street Redding, CA 96003	PC	Matching Gifts	N/A	\$300
Lassen Park Foundation 1699 Highway 273 P O Box 33 Anderson, CA 96007	PC	Matching Gifts	N/A	\$750
Lassen View Elementary School 705 Loma Vista Drive Redding, CA 96002	PC	Matching Gifts	N/A	\$180
Los Angeles Valley College Men's Basketball Office 5800 Fulton Avenue Valley Glen, CA 91401	PC	Matching Gifts	N/A	\$338
McClatchy Speech and Debate Booster Club 2741 Coleman Way Sacramento, CA	PC	Matching Gifts	N/A	\$1,500
Mercy Foundation North 2400 Washington Avenue, Suite 410 Redding, CA 96001	PC	Matching Gifts	N/A	\$4,050
Nepal Youth Foundation 3030 Bridgeway, Suite 202 Sausalito, CA 94965	PC	Matching Gifts	N/A	\$750
North State Symphony California State University, Chico 400 W. First Street Chico, CA 95929-0805	PC	Matching Gifts	N/A	\$1,125
Northern Valley Catholic Social Service Inc. 2400 Washington Avenue Redding, CA 96001	PC	Matching Gifts	N/A	\$600
Northstate Public Radio KCHO/KFPR California State University, Chico 400 W 1st Street Chico, CA 95929-0999	PC	Matching Gifts	N/A	\$1,650
One Acre Fund 2355 Fairview Avenue #140 Roseville, MN 55113	PC	Matching Gifts	N/A	\$1,050
Palo Cedro Volunteer Fire Company P.O. Box 86 Palo Cedro, CA 96073	PC	Matching Gifts	N/A	\$75
Paradise Historical Society P.O. Box 94 Henryville, PA 18332	PC	Matching Gifts	N/A	\$15,000
People of Progress 1242 Center Street Redding, CA 96001	PC	Matching Gifts	N/A	\$1,425
Planned Parenthood, Federation of 434 West 33rd Street New York, NY 10001	PC	Matching Gifts	N/A	\$750
Redding Piano Angels 2440 Pinion Court Redding, CA 96002	PC	Matching Gifts	N/A	\$750
Redding, City of P.O. Box 496071 Redding, CA 96049-6071	PC	Matching Gifts	N/A	\$375
Rio Americano High School 4540 American River Drive Sacramento, CA 95864	PC	Matching Gifts	N/A	\$750

Rotary Club of Redding Charitable Foundation 1700 Pine Street, Suite 300 Redding, CA 96001	PC	Matching Gifts	N/A	\$4,050
Sacramento Region Community Foundation 955 University Avenue Sacramento, CA 95825	PC	Matching Gifts	N/A	\$375
Save Our Shores 345 Lake Avenue Santa Cruz, CA 95062	PC	Matching Gifts	N/A	\$750
Sequoia Hospital Foundation 170 Alameda de las Pulgas Redwood City, CA 94062	PC	Matching Gifts	N/A	\$1,800
Shasta College P O Box 496006 Redding, CA 96049-6006	PC	Matching Gifts	N/A	\$750
Shasta County Arts Council 1313 Market Street Redding, CA 96001	PC	Matching Gifts	N/A	\$218
Shasta County Mien Community P.O Box 492614 Redding, CA 96049-2614	PC	Matching Gifts	N/A	\$375
Shasta County Young Men's Christian Association aka Shasta Family YMCA 1155 N Court Street Redding, CA 96001	PC	Matching Gifts	N/A	\$9,938
Shasta Disabled Sports USA P O. Box 191 Mount Shasta, CA 96067	PC	Matching Gifts	N/A	\$375
Shasta Family Justice Center 6/2013 Justice Center merged with Shasta Women's Refuge dba One Safe Place 2280 Benton Drive, Bldg A Redding, CA 96001	PC	Matching Gifts	N/A	\$225
Shasta High School 2500 Eureka Way Redding, CA 96001	PC	Matching Gifts	N/A	\$750
Shasta Historical Society 1449 Market Street Redding, CA 96001-1026	PC	Matching Gifts	N/A	\$23,821
Shasta Land Trust P O Box 992026 Redding, CA 96099-2026	PC	Matching Gifts	N/A	\$17,625
Shasta Library Foundation P.O Box 993366 Redding, CA 96099-3366	PC	Matching Gifts	N/A	\$375
Shasta Regional Community Foundation 1335 Arboretum Drive, Suite B Redding, CA 96003	PC	Matching Gifts	N/A	\$3,363
Shasta Union Elementary School 10446 Red Bluff Road Shasta, CA 96087	PC	Matching Gifts	N/A	\$600
Shasta Women's Refuge dba One Safe Place 2280 Benton Drive, Suite A Redding, CA 96003	PC	Matching Gifts	N/A	\$9,908
Southern Poverty Law Center P O Box 548 Montgomery, AL 36177-9621	PC	Matching Gifts	N/A	\$1,005
Special Olympics of Northern California 3480 Buskirk Avenue #340 Pleasant Hill, CA 94523	PC	Matching Gifts	N/A	\$300
Spring Rivers Foundation P O. Box 143 Cassel, CA 96016-0143	PC	Matching Gifts	N/A	\$15,000
Susan G Komen Breast Cancer Foundation (DBA Susan G. Komen for the Cure) 5005 LBJ Freeway, Suite 250 Dallas, TX 75244	PC	Matching Gifts	N/A	\$450

* The McConnell Foundation
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The Foundation for Promoting Arts Education c/o Redding School of the Arts 955 Inspiration Place Redding, CA 96009	PC	Matching Gifts	N/A	\$4,950
The Leukemia & Lymphoma Society Oregon, SW Washington, Idaho, Montana Chapter 9320 SW Barbur Blvd , Suite 350 Portland, OR 97219	PC	Matching Gifts	N/A	\$750
The Metropolitan Museum of Art 1000 Fifth Avenue New York, NY 10028-0198	PC	Matching Gifts	N/A	\$180
The Rotary Club of Northern California Foundation Against Substance Abuse 1330 West Street Redding, CA 96001	PC	Matching Gifts	N/A	\$375
The Rotary Foundation of Rotary International Headquarters: 1560 Sherman Avenue Evanston, IL 60201	PC	Matching Gifts	N/A	\$150
The Salvation Army Redding Corps P O Box 492528 Redding, CA 96049-2528	PC	Matching Gifts	N/A	\$300
The University Foundation, California State University Chico 400 West First Street Chico, CA 95929	PC	Matching Gifts	N/A	\$750
The University Foundation, California State University Chico 400 West First Street Chico, CA 95929	PC	Matching Gifts	N/A	\$750
Turtle Bay Exploration Park 1335 Arboretum Drive, Suite A Redding, CA 96003	PC	Matching Gifts	N/A	\$26,160
UC Davis Foundation UC Davis Conference Center, 2nd Floor One Shields Avenue Davis, CA 95616-5270	PC	Matching Gifts	N/A	\$750
UC Santa Cruz Foundation Friends of Long Marine Lab 100 Shaffer Road Santa Cruz, CA 95060	PC	Matching Gifts	N/A	\$750
University of California, The Regents of the One Shields Avenue UC Davis Davis, CA 95616	PC	Matching Gifts	N/A	\$750
Western Folklife Center 501 Railroad Street Elko, NV 89801	PC	Matching Gifts	N/A	\$4,350
Women's Prison Association & Home, Inc. 110 Second Avenue New York, NY 10003	PC	Matching Gifts	N/A	\$375
Yellowstone Art Museum 401 North 27th Street Billings, MT 59101	PC	Matching Gifts	N/A	\$375
				\$195,820

2013 CHARITABLE GRANT PAYMENTS AND REFUNDS				
Organization Name and Address	Payee Tax Status	Purpose of Grant	Relationship to Organization	Amount
California Emerging Technology Fund The Hearst Building 5 Third Street, Suite 520 San Francisco, CA 94103-3206	PC	Broadband Access and other Advanced Communication Services in Northern California	N/A	\$ 12,000
Creative Mathematics 4001 West End Road Arcata, CA 95521	PC	Support for Professional Development, Core Educational Programs, and Organizational Support	N/A	\$ 1,121
First 5 Shasta 1135 Pine Street, Suite 21 Redding, CA 96001	PC	Reach Higher Shasta: Kindergarten Readiness Snapshot Project	N/A	\$ 65,750
Mahila Shakti Bikash Kendra Nepal (MSBKN) Nepal	NC	Women's Leadership Development Program - Phase III	N/A	\$ 357,104
Natural Resource Conflict Transformation Center - Nepal (NRCTC) Nepal	NC	Organizational Strategic Planning	N/A	\$ 100,000
NatureBridge 28 Geary Street, Suite 650 San Francisco, CA 94108	PC	Yosemite Program 2013	N/A	\$ 33,833
NatureBridge 28 Geary Street, Suite 650 San Francisco, CA 94108	PC	Yosemite Program 2014	N/A	\$ 19,860
North State Symphony California State University, Chico 400 W First Street Chico, CA 95929-0805	PC	Classical Music for Children	N/A	\$ 15,615
Northstate Public Radio KCHO/KFPR California State University, Chico 400 W 1st Street Chico, CA 95929-0999	PC	2013 4th of July Fireworks	N/A	\$ 935
Redding School of the Arts 955 Inspiration Place Redding, CA 96003	PC	Support for Professional Development, Core Educational Programs, and Organizational Support	N/A	\$ 27,640
Redding, City of P O Box 496071 Redding, CA 96049-6071	PC	2013 4th of July Fireworks	N/A	\$ 80,000
Shasta County Health Department 2650 Breslauer Way Redding, CA 96001	PC	Healthy Shasta Partnership with Public Health Department 2011-2014	N/A	\$ 75,000
Shasta County Young Men's Christian Association aka Shasta Family YMCA 1155 N Court Street Redding, CA 96001	PC	Healthy Students Initiative	N/A	\$ 500,000
Shasta Regional Community Foundation 1335 Arboretum Drive, Suite B Redding, CA 96003	PC	Operating Support for Occupancy Expenses 1335 Arboretum Drive, Suite B (2011-2015)	N/A	\$ 72,096
Shasta Regional Community Foundation 1335 Arboretum Drive, Suite B Redding, CA 96003	PC	The McConnell Fund at the Shasta Regional Community Foundation 2013	N/A	\$ 742,500
Shasta, County of 1450 Court Street, Suite 308A Redding, CA 96001	PC	Healthy Students Initiative	N/A	\$ 2,716
The Asia Foundation 465 California Street, 9th Floor San Francisco, CA 94104	PC	Community Mediation in Nepal: Years 2012-2013 Building the Foundation for Program Sustainability	N/A	\$ 309,000
The Asia Foundation 465 California Street, 9th Floor San Francisco, CA 94104	PC	Improve Access to Justice for Poor and Rural Citizens of Laos - Phase III	N/A	\$ 325,000
The Asia Foundation 465 California Street, 9th Floor San Francisco, CA 94104	PC	Securing the Future Water Quality of Laos' Rivers - Phase II	N/A	\$ 197,750
Turtle Bay Exploration Park 1335 Arboretum Drive, Suite A Redding, CA 96003	PC	Operating Support for Calendar Year 2013	N/A	\$ 1,250,000

Turtle Bay Exploration Park 1335 Arboretum Drive, Suite A Redding, CA 96003	PC	Operating Support for Occupancy Expenses 1335 Arboretum Drive, Suite A (2011-2015)	N/A	\$ 195,156
Turtle Bay Exploration Park 1335 Arboretum Drive, Suite A Redding, CA 96003	PC	Sustainability Gardens - 2013 Site Maintenance	N/A	\$ 70,000
University of California, The Regents of Office of Research-Sponsored Programs University of California, Davis 1850 Research Park Drive, Suite 300 Davis, CA 95618	PC	College OPTIONS Partnership	N/A	\$ 545,643
Weed Recreation & Parks District 450 College Avenue Weed, CA 96094	PC	Weed Community Center	N/A	\$ 200,000
Redding School of the Arts 3955 Inspiration Place Redding, CA 96003				
				\$ 5,198,720

2013 SCHOLARSHIP PAYMENTS AND REFUNDS				
Organization Name and Address	Payee Tax Status	Purpose of Grant	Relationship to Organization	Amount
California Polytechnic State University, San Luis Obispo San Luis Obispo, CA 93407	PC	2008 Vista and McConnell Scholars	N/A	\$3,332
California Polytechnic State University, San Luis Obispo San Luis Obispo, CA 93407	PC	2009 Vista and McConnell Scholars	N/A	\$2,385
California Polytechnic State University, San Luis Obispo San Luis Obispo, CA 93407	PC	2010 Vista and McConnell Scholars	N/A	\$24,538
California Polytechnic State University, San Luis Obispo San Luis Obispo, CA 93407	PC	Women's Leadership Development Program - Phase III	N/A	\$9,574
Natural Resource Conflict Transformation Center - Nepal (NRCTC) Nepal	PC	Organizational Strategic Planning	N/A	\$2,950
California Polytechnic State University, San Luis Obispo San Luis Obispo, CA 93407	PC	2013 Vista and McConnell Scholars	N/A	\$4,666
California State University, Chico CSU Chico Chico, CA 95929-0722	PC	2008 Vista and McConnell Scholars	N/A	\$5,954
California State University, Chico CSU Chico Chico, CA 95929-0722	PC	2009 Vista and McConnell Scholars	N/A	\$28,751
California State University, Chico CSU Chico Chico, CA 95929-0722	PC	2010 Vista and McConnell Scholars	N/A	\$26,264
California State University, Chico CSU Chico Chico, CA 95929-0722	PC	2011 Vista and McConnell Scholars	N/A	\$69,072
California State University, Chico CSU Chico Chico, CA 95929-0722	PC	2012 Vista and McConnell Scholars	N/A	\$24,516
California State University, Chico CSU Chico Chico, CA 95929-0722	PC	2013 Vista and McConnell Scholars	N/A	\$12,354
California State University, Northridge Financial Aid & Scholarship Department Student Services Center 18111 Nordhoff Street Northridge, CA 91330-8307	PC	2011 Vista and McConnell Scholars	N/A	\$18,870
California State University, Sacramento 6000 J Street Sacramento, CA 95819	PC	2009 Vista and McConnell Scholars	N/A	\$10,000
California State University, Sacramento 6000 J Street Sacramento, CA 95819	PC	2010 Vista and McConnell Scholars	N/A	\$9,071
California State University, Sacramento 6000 J Street Sacramento, CA 95819	PC	2011 Vista and McConnell Scholars	N/A	\$20,000
California State University, Sacramento 6000 J Street Sacramento, CA 95819	PC	2012 Vista and McConnell Scholars	N/A	\$19,633
California State University, Sacramento 6000 J Street Sacramento, CA 95819	PC	2013 Vista and McConnell Scholars	N/A	\$7,000
California State University, San Diego 5500 Campanile Drive San Diego, CA 92182	PC	2010 Vista and McConnell Scholars	N/A	\$8,547
California State University, San Diego 5500 Campanile Drive San Diego, CA 92182	PC	2012 Vista and McConnell Scholars	N/A	\$7,500
California State University, San Francisco Bursar's Office, ADM 155 1600 Holloway Avenue San Francisco, CA 94132-4033	PC	2013 Vista and McConnell Scholars	N/A	\$6,836
California State University, Sonoma 1801 East Cotati Avenue Rohnert Park, CA 94928	PC	2010 Vista and McConnell Scholars	N/A	\$17,974
California State University, Sonoma 1801 East Cotati Avenue Rohnert Park, CA 94928	PC	2011 Vista and McConnell Scholars	N/A	\$10,000
California State University, Sonoma 1801 East Cotati Avenue Rohnert Park, CA 94928	PC	2012 Vista and McConnell Scholars	N/A	\$7,500
Redding School of the Arts 3955 Inspiration Place Redding, CA 96003	PC	2013 Vista and McConnell Scholars	N/A	\$5,000
College of the Siskiyous 800 College Avenue Weed, CA 96094	PC	2011 Vista and McConnell Scholars	N/A	\$6,000

Humboldt State University Humboldt State University Arcata, CA 95521	PC	2009 Vista and McConnell Scholars	N/A	\$3,650
Humboldt State University Humboldt State University Arcata, CA 95521	PC	2013 Vista and McConnell Scholars	N/A	\$4,652
Loyola Marymount University Financial Aid Office 1 LMU Drive, Suite 200 Los Angeles, CA 90045-2659	PC	2012 Vista and McConnell Scholars	N/A	\$16,994
Oregon State University Financial Aid & Scholarships 218 Kerr Administration Bldg Corvallis, OR 97331-2120	PC	2012 Vista and McConnell Scholars	N/A	\$4,666
Reed College Financial Aid Office 3203 S E Woodstock Boulevard Portland, OR 97202	PC	2012 Vista and McConnell Scholars	N/A	\$2,000
Semester at Sea Office of Finance Institute for Shipboard Education Academic Sponsor The University of Virginia P O Box 400885 Charlottesville, VA 22902	PC	2013 Vista and McConnell Scholars	N/A	\$2,300
Shasta College P O Box 496006 Redding, CA 96049-6006	PC	2011 Vista and McConnell Scholars	N/A	\$10,713
Shasta College P O Box 496006 Redding, CA 96049-6006	PC	2012 Vista and McConnell Scholars	N/A	\$10,500
Shasta College P O Box 496006 Redding, CA 96049-6006	PC	2013 Vista and McConnell Scholars	N/A	\$13,328
Southern Oregon University 1250 Siskiyou Blvd Ashland, OR 97520	PC	2009 Vista and McConnell Scholars	N/A	\$3,334
University of California, Berkeley Student Life, Admissions and Enrollment Business Operations 18 Sproul Hall Berkeley, CA 94720-5404	PC	2010 Vista and McConnell Scholars	N/A	\$17,335
University of California, Berkeley Student Life, Admissions and Enrollment Business Operations 18 Sproul Hall Berkeley, CA 94720-5404	PC	2011 Vista and McConnell Scholars	N/A	\$12,554
University of California, Berkeley Student Life, Admissions and Enrollment Business Operations 18 Sproul Hall Berkeley, CA 94720-5404	PC	2012 Vista and McConnell Scholars	N/A	\$999
University of California, Berkeley Student Life, Admissions and Enrollment Business Operations 18 Sproul Hall Berkeley, CA 94720-5404	PC	2013 Vista and McConnell Scholars	N/A	\$10,000
University of California, Davis One Shields Avenue Davis, CA 95616	PC	2009 Vista and McConnell Scholars	N/A	\$2,432
University of California, Davis One Shields Avenue Davis, CA 95616	PC	2010 Vista and McConnell Scholars	N/A	\$2,432
University of California, Davis One Shields Avenue Davis, CA 95616	PC	2011 Vista and McConnell Scholars	N/A	\$20,467
University of California, Davis One Shields Avenue Davis, CA 95616	PC	2012 Vista and McConnell Scholars	N/A	\$39,490
University of California, Davis One Shields Avenue Davis, CA 95616	PC	2013 Vista and McConnell Scholars	N/A	\$19,715
University of California, Los Angeles UCLA Remittance Center Box 957089, 1125 Murphy Hall 405 Hilgard Avenue Los Angeles, CA 90095-9000	PC	2010 Vista and McConnell Scholars	N/A	\$7,067

University of California, Los Angeles UCLA Remittance Center Box 957089, 1125 Murphy Hall 405 Hilgard Avenue Los Angeles, CA 90095-9000	PC	2013 Vista and McConnell Scholars	N/A	\$1,066
University of California, San Diego 9500 Gilman Drive #0026 La Jolla, CA 92093-0026	PC	2009 Vista and McConnell Scholars	N/A	\$2,357
University of California, San Diego 9500 Gilman Drive #0026 La Jolla, CA 92093-0026	PC	2011 Vista and McConnell Scholars	N/A	\$8,333
University of California, San Diego 9500 Gilman Drive #0026 La Jolla, CA 92093-0026	PC	2012 Vista and McConnell Scholars	N/A	\$1,300
University of California, Santa Barbara Santa Barbara, CA 93106	PC	2009 Vista and McConnell Scholars	N/A	\$2,421
University of California, Santa Cruz Financial Aid and Scholarship Office 1156 High Street 205 Hahn Student Services Building Santa Cruz, CA 95064	PC	2012 Vista and McConnell Scholars	N/A	\$1,750
University of Idaho Student Financial Aid Services P O Box 444291 Moscow, ID 83844-4291	PC	2010 Vista and McConnell Scholars	N/A	\$10,000
University of Nevada, Reno Student Financial Aid and Scholarships Mail Stop 0076 Reno, NV 89557	PC	2010 Vista and McConnell Scholars	N/A	\$7,500
University of Northern Iowa UNI Financial Aid Attn Jennifer Bell 105 Gilchrest Hall Cedar Falls, Iowa 50614	PC	2011 Vista and McConnell Scholars	N/A	\$4,725
California Polytechnic State University, San Luis Obispo San Luis Obispo, CA 93407	PC	2010 Vista and McConnell Scholars	N/A	\$1,205
Shasta College P O Box 496006 Redding, CA 96049-6006	PC	2013 Vista and McConnell Scholars	N/A	\$576
				\$614,149

2013 Discretionary Fund				
Organization Name and Address	Payee Tax Status	Purpose of Grant	Relationship to Organization	Amount
Turtle Bay Exploration Park 1335 Arboretum Drive, Suite A Redding, CA 96003	PC	Support for Butterfly House	N/A	\$2,800
Nepal Youth Foundation 3030 bridgetway Ste 202 Sausalito, CA 94965-2895	PC	Reception	N/A	\$100
Forward Redding Foundation 747 Auditorium Drive Redding, CA 96001	PC	Non-Profit of the Year Award	N/A	\$2,500
Catalyst Redding Young Professionals 3199 Agassí Ln Redding, CA 96002	PC	TEDxRedding Event	N/A	\$5,000
Shasta Library Foundation P O. Box 993366 Redding, CA 96099-3366	PC	Taste of Thailand Fundraiser	N/A	\$2,275
Mercy Foundation North 2400 Washington Avenue, Suite 410 Redding, CA 96001	PC	Support for community event to benefit Mercy Foundation North	N/A	\$10,000
Redding School of the Arts 3955 Inspiration Place Redding, CA 96003	PC	Parent- Teacher Association Auction Support	N/A	\$2,379
North State Symphony California State University, Chico 400 W. First Street Chico, CA 95929-0805	PC	Cory Cullinan's (aka Dr. Noize) recording of Phineas McBoof Crashes the Symphony	N/A	\$10,500
				\$35,554

12/12/2012	2/1/2013	5756 05 FNMA PASS-THRU LNG 30 YEAR 5 000% Due 07-01-34	6,279.49	5,756 05	(523 44)	
12/1/2011	2/1/2013	2622 73 FNMA PASS-THRU LNG 30 YEAR 5 000% Due 07-01-35	2,819 43	2,622 73		(196 70)
10/21/2010	2/1/2013	527 07 FNMA PASS-THRU ADJ LIBOR 2 071% Due 07-01-35	547.99	527 07		(20 92)
2/23/2011	2/1/2013	618 05 FNMA PASS-THRU ADJ LIBOR 2 071% Due 07-01-35	645 86	618 05		(27 81)
3/9/2010	2/1/2013	166 1 FNMA PASS-THRU MEGA MULTI ; 4 742% Due 02-01-20	172 28	166 10		(6 18)
3/16/2012	2/1/2013	148 24 FNMA PASS-THRU MEGA MULTI ; 4 651% Due 07-01-19	165 57	148 24	(17 33)	
7/12/2012	2/1/2013	10841 17 FNMA PASS-THRU LNG 30 YEAR 5 000% Due 07-01-37	11,819 42	10,841 17	(978 25)	
4/5/2011	2/1/2013	2556 74 FNMA PASS-THRU ADJ LIBOR 3 795% Due 05-01-40	2,667 20	2,556 74		(110 46)
3/19/2010	2/1/2013	1783 86 FNMA PASS-THRU ADJ LIBOR 3 391% Due 03-01-40	1,823 72	1,783 86		(39 86)
5/16/2011	2/1/2013	5317 07 FHLMC REMIC SERIES 3842 4 000% Due 04-15-41	5,525 18	5,317 07		(208 11)
11/3/2011	2/1/2013	787.71 FHLMC REMIC SERIES 3842 4 000% Due 04-15-41	837 87	787 71		(50 16)
8/7/2012	2/1/2013	2187 2 SMALL BUS ADMIN GTD DEV PTC 2 370% Due 08-01-32	2,187 20	2,187 20	-	
8/7/2012	2/1/2013	3161 69 SMALL BUS ADMIN GTD DEV PTC 2 370% Due 08-01-32	3,161 69	3,161 69	-	
6/26/2012	2/4/2013	200 CASCADE CORP COM	9,093 06	12,907 85	3,814 79	
2/24/2010	2/4/2013	1574 25 SOUTHWEST AIRLINES 2007-1 6 150% Due 02-01-24	1,635 25	1,574 25		(61 00)
3/2/2010	2/4/2013	3603 71 SOUTHWEST AIRLINES 2007-1 6 150% Due 02-01-24	3,680 29	3,603 71		(76 58)
1/15/2010	2/5/2013	900 ARRIS GROUP INC COM	10,135 08	14,734 90		4,599 82
2/5/2013	2/5/2013	4000 CITIGROUP INC 4 050% Due 07-30-22	4,000 00	4,062 40	62 40	
2/5/2013	2/5/2013	16000 CITIGROUP INC 4 050% Due 07-30-22	16,000 00	16,248 32	248 32	
2/5/2013	2/5/2013	22000 CITIGROUP INC 4 050% Due 07-30-22	22,000 00	22,266 64	266 64	
12/4/2012	2/5/2013	97000 UNITED STATES TREAS BILLS 0 000% Due 06-27-13	96,930 13	96,965 53	35 40	
11/23/2012	2/5/2013	59000 UNITED STATES TREAS NTS 1 750% Due 05-15-22	59,776 92	58,170 08	(1,606 84)	
2/4/2009	2/6/2013	600 BIG 5 SPORTING GOODS COM	3,526 02	8,184 43		4,658 41
1/15/2010	2/6/2013	500 ARRIS GROUP INC COM	5,630 60	8,147 06		2,516 46
7/14/2006	2/7/2013	6000 COCA COLA CO	128,121 30	232,921 43		104,800 13
1/15/2010	2/7/2013	200 ARRIS GROUP INC COM	2,252 24	3,290 42		1,038 18
2/5/2013	2/7/2013	13000 CITIGROUP INC 4 050% Due 07-30-22	13,000 00	13,212 94	212 94	
2/5/2013	2/7/2013	13000 CITIGROUP INC 4 050% Due 07-30-22	13,000 00	13,212 94	212 94	
1/24/2012	2/7/2013	1600 SHIONOGI & CO ORD	20,516 28	29,115 60		8,599 32
1/15/2010	2/8/2013	400 ARRIS GROUP INC COM	4,504 48	6,568 81		2,064 33
4/11/2011	2/8/2013	825 INSPERITY INC COM	25,147 98	26,145 21		997 23
1/15/2010	2/11/2013	900 ARRIS GROUP INC COM	10,135 08	14,834 80		4,699 72
1/14/2008	2/12/2013	100 AMPCO-PITTSBURGH CORP	3,460 00	1,869 89		(1,590 11)
1/15/2008	2/12/2013	100 AMPCO-PITTSBURGH CORP	3,385 00	1,869 90		(1,515 10)
1/15/2008	2/12/2013	1600 AMPCO-PITTSBURGH CORP	54,160 00	30,117 32		(24,042 68)
6/14/2012	2/12/2013	100 UNIVERSAL TRUCKLOAD SV COM	1,350 67	1,769 75	419 08	
6/15/2012	2/12/2013	200 UNIVERSAL TRUCKLOAD SV COM	2,721 40	3,539 51	818 11	
6/18/2012	2/12/2013	72 UNIVERSAL TRUCKLOAD SV COM	973 53	1,274 22	300 69	
1/15/2010	2/12/2013	100 ARRIS GROUP INC COM	1,126 12	1,636 60		510 48
3/3/2011	2/12/2013	69272.58 NCUA GUARN NTS TR 2010-C1 2 650% Due 10-29-20	67,294 53	72,974 33		5,679 80
2/5/2013	2/12/2013	152000 UNITED STATES TREAS NTS 0 750% Due 12-31-17	151,187.07	151,310 74	123 67	
1/23/2013	2/12/2013	111037 8 DBRR CMBS RE-REMIC TR 2012-E 0 946% Due 09-25-45	111,384 78	111,384 78	-	
3/2/2010	2/12/2013	294 21 CVS CAREMARK CORPORATION 7 507% Due 01-10-32	318 52	294 21		(24 31)
3/19/2010	2/12/2013	47 83 CVS CAREMARK CORPORATION 7 507% Due 01-10-32	52 25	47.83		(4 42)
4/1/2011	2/12/2013	152.55 CVS CAREMARK CORP 8.353% Due 07-10-31	182 18	152 55		(29 63)

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4/11/2011	5/9/2013	525 HEICO CORP NEW CL A	15,037.99	18,716.33	3,678.34
10/30/2009	5/10/2013	88 ONE LIBERTY PPTYS INC COM	743.97	2,081.23	1,337.26
1/25/2010	5/10/2013	112 ONE LIBERTY PPTYS INC COM	1,142.92	2,648.84	1,505.92
4/11/2011	5/10/2013	475 ZEBRA TECHNOLOGIES CP CL A	18,211.11	22,134.00	3,922.89
3/2/2010	5/10/2013	299 77 CVS CAREMARK CORPORATION 7 507% Due 01-10-32	324.54	299.77	(24.77)
3/19/2010	5/10/2013	48 73 CVS CAREMARK CORPORATION 7 507% Due 01-10-32	53.24	48.73	(4.51)
4/1/2011	5/10/2013	155 76 CVS CAREMARK CORP 8 353% Due 07-10-31	186.01	155.76	(30.25)
4/24/2013	5/10/2013	186 SILVER BAY RLTY TR COR COM	-	-	(28.73)
5/1/2013	5/10/2013	186 SILVER BAY RLTY TR COR COM	3,608.40	3,579.67	
10/18/2011	5/13/2013	300 VIRGINIA COMM BANCORP COM	1,785.50	4,109.74	2,324.24
8/6/2008	5/13/2013	268 ONE LIBERTY PPTYS INC COM	4,502.40	6,371.38	1,868.98
4/27/2009	5/13/2013	287 ONE LIBERTY PPTYS INC COM	1,087.73	6,823.08	5,735.35
7/21/2009	5/13/2013	45 ONE LIBERTY PPTYS INC COM	251.12	1,069.82	818.70
3/3/2011	5/13/2013	29503 11 NCUA GUARN NTS TR 2010-C1 2 650% Due 10-29-20	28,660.66	30,994.41	2,333.75
3/14/2011	5/13/2013	33573 53 NCUA GUARN NTS TR 2010-C1 2 650% Due 10-29-20	33,052.87	35,270.56	2,217.69
3/9/2004	5/14/2013	500 RCM TECHNOLOGIES INC COM NE	3,825.00	2,821.83	(1,003.17)
4/12/2005	5/14/2013	200 FIRST M & F CORP COM	3,246.09	2,983.17	(262.92)
10/19/2011	5/14/2013	300 VIRGINIA COMM BANCORP COM	1,819.02	4,108.04	2,289.02
8/6/2008	5/14/2013	400 ONE LIBERTY PPTYS INC COM	6,720.00	9,757.10	3,037.10
4/12/2013	5/14/2013	62000 UNITED STATES TREAS NTS 0 750% Due 12-31-17	62,300.52	61,934.40	(366.12)
4/12/2013	5/14/2013	13000 UNITED STATES TREAS NTS 0 750% Due 12-31-17	13,064.03	12,986.25	(77.78)
12/20/2012	5/14/2013	69962 88 HONDA AUTO RECV 2012-3 0 460% Due 12-15-14	70,023.00	70,001.14	(21.86)
10/19/2011	5/15/2013	300 VIRGINIA COMM BANCORP COM	1,819.02	4,185.41	2,366.39
11/3/2010	5/15/2013	1200 SWS GROUP INC COM	8,084.16	6,788.33	(1,295.83)
4/11/2011	5/15/2013	950 CLECO CORP NEW COM	33,267.10	45,703.92	12,436.82
10/2/2012	5/15/2013	62000 UNITED TECHNOLOGIES CORP 0 000% Due 12-02-13	62,239.32	62,096.10	(143.22)
6/12/2012	5/15/2013	121000 GE DEALER FLRPLN 2012-1 0 814% Due 02-20-17	121,491.56	121,770.43	278.87
4/20/2010	5/15/2013	1437 85 FHLMC PC 1YR LIBOR VR 3 611% Due 03-01-40	1,472.62	1,437.85	(34.77)
7/19/2010	5/15/2013	2383 55 FHLMC PC 1YR LIBOR VR 3.504% Due 04-01-40	2,456.36	2,383.55	(72.81)
5/5/2010	5/15/2013	276 51 FHLMC PC 1YR LIBOR VR 3 356% Due 04-01-40	283.88	276.51	(7.37)
2/12/2013	5/15/2013	1429 62 FHLMC PC GUAR ADJ 30YR 2 412% Due 04-01-35	1,530.36	1,429.62	(100.74)
5/2/2012	5/15/2013	2452 09 FHLMC PC GOLD COMB 30 5 000% Due 11-01-35	2,658.60	2,452.09	(206.51)
4/12/2012	5/15/2013	2756 49 FHLMC PC GOLD COMB 30 5 000% Due 08-01-35	2,971.41	2,756.49	(214.92)
7/12/2012	5/15/2013	4172 06 FHLMC PC GOLD COMB 30 4.500% Due 11-01-39	4,459.54	4,172.06	(287.48)
3/8/2011	5/15/2013	1257 93 FHLMC PC II HYBRD ARM 2 126% Due 01-01-36	1,314.54	1,257.93	(56.61)
5/14/2012	5/15/2013	10167 26 FHLMC PC GOLD COMB 30 4 500% Due 08-01-39	10,832.90	10,167.26	(665.64)
8/7/2012	5/15/2013	4789.31 FHLMC PC GOLD COMB 30 4 500% Due 08-01-39	5,178.44	4,789.31	(389.13)
5/18/2010	5/15/2013	782 04 FHLMC PC GUAR ADJ 30YR 3 595% Due 05-01-40	809.84	782.04	(27.80)
6/4/2012	5/15/2013	1923 78 FHLMC PC GUAR ADJ 30YR 2 365% Due 07-01-36	2,046.42	1,923.78	(122.64)
2/13/2013	5/15/2013	3350 85 FHLMC PC GUAR ADJ 30YR 2.360% Due 03-01-35	3,583.32	3,350.85	(232.47)
3/22/2012	5/15/2013	407 83 FHLMC PC GUAR ADJ 30YR 2 356% Due 09-01-35	432.04	407.83	(24.21)
3/14/2012	5/15/2013	9574.85 CNH EQUIPMENT TR 2012-A 0 650% Due 07-15-15	9,574.84	9,574.85	0.01
4/2/2012	5/15/2013	17100 09 FHLMC REMIC SERIES 3117 5 000% Due 08-15-34	18,486.80	17,100.09	(1,386.71)
12/20/2012	5/15/2013	9777 6 HONDA AUTO RECV 2012-3 0 460% Due 12-15-14	9,786.00	9,777.60	(8.40)
3/1/2012	5/15/2013	19675 03 JOHN DEERE TRUST 2012 0 590% Due 06-16-14	19,674.76	19,675.03	0.27

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6/5/2012	6/10/2013	900 SHFL ENTMT INC COM	11,313 01	16,305.59		4,992 58
4/11/2011	6/10/2013	1750 MB FINANCIAL INC NEW COM	36,250 00	45,877.68		9,627 68
12/14/2012	6/10/2013	935 MB FINANCIAL INC NEW COM	17,746 95	24,511.79	6,764 84	
4/1/2011	6/10/2013	156.84 CVS CAREMARK CORP	187.30	156.84		(30 46)
		8 353% Due 07-10-31				
3/2/2010	6/10/2013	301 65 CVS CAREMARK CORPORATION	326 58	301.65		(24 93)
		7 507% Due 01-10-32				
3/19/2010	6/10/2013	49 04 CVS CAREMARK CORPORATION	53 58	49.04		(4 54)
		7.507% Due 01-10-32				
6/5/2006	6/11/2013	200 JONES GROUP INC COM	6,446 82	2,839.45		(3,607 37)
10/20/2003	6/11/2013	473 BANKAMERICA CORP	13,841 62	6,231.80		(7,609 82)
1/4/2006	6/11/2013	2547 BANKAMERICA CORP	119,530 71	33,556.85		(85,973 86)
1/4/2006	6/11/2013	2480 BANKAMERICA CORP	196,533 86	32,674.13		(163,859 73)
4/1/2011	6/11/2013	1700 MERCK & CO INC NEW COM	56,270 00	81,351.60		25,081 60
8/28/2012	6/11/2013	160000 BMW VEH LEASE TR 2012-1	160,843 75	160,368.75	(475 00)	
		0.750% Due 02-20-15				
6/5/2006	6/13/2013	200 JONES GROUP INC COM	6,446 82	2,863.76		(3,583 06)
1/15/2013	6/13/2013	97000 CARLYLE HLDGS FIN LLC	96,967 02	97,654.75	687 73	
		3 875% Due 02-01-23				
4/12/2013	6/13/2013	2010 WISDOMTREE TRUST JAPN HEDG	93,707 11	88,946.47	(4,760.64)	
6/5/2006	6/14/2013	700 JONES GROUP INC COM	22,563.87	10,110.84		(12,453 03)
11/27/2012	6/14/2013	78000 UNITED STATES TREAS BDS	77,451 56	69,937.66	(7,513 90)	
		2 750% Due 08-15-42				
7/12/2011	6/15/2013	2403 5 EAGLE BANCORP INC MD COM	30,098 03	54,806.76		24,708 73
10/23/2012	6/15/2013	621 5 EAGLE BANCORP INC MD COM	10,168 70	14,172 00	4,003 30	
4/20/2010	6/15/2013	6881 26 FHLMC PC 1YR LIBOR VR	7,047 65	6,881.26		(166 39)
		3 611% Due 03-01-40				
7/19/2010	6/15/2013	886 31 FHLMC PC 1YR LIBOR VR	913 38	886.31		(27 07)
		3 504% Due 04-01-40				
5/5/2010	6/15/2013	4354 24 FHLMC PC 1YR LIBOR VR	4,470 24	4,354 24		(116 00)
		3 356% Due 04-01-40				
2/12/2013	6/15/2013	1987 69 FHLMC PC GUAR ADJ 30YR	2,127 76	1,987.69	(140 07)	
		2 412% Due 04-01-35				
5/2/2012	6/15/2013	2409 82 FHLMC PC GOLD COMB 30	2,612 77	2,409.82		(202 95)
		5 000% Due 11-01-35				
4/12/2012	6/15/2013	2661 85 FHLMC PC GOLD COMB 30	2,869 39	2,661 85		(207 54)
		5 000% Due 08-01-35				
7/12/2012	6/15/2013	5265 07 FHLMC PC GOLD COMB 30	5,627 87	5,265.07	(362 80)	
		4 500% Due 11-01-39				
3/8/2011	6/15/2013	30 65 FHLMC PC II HYBRD ARM	32 03	30.65		(1 38)
		2 126% Due 01-01-36				
5/14/2012	6/15/2013	6601 17 FHLMC PC GOLD COMB 30	7,033 34	6,601 17		(432 17)
		4 500% Due 08-01-39				
8/7/2012	6/15/2013	3109 49 FHLMC PC GOLD COMB 30	3,362 14	3,109.49	(252 65)	
		4 500% Due 08-01-39				
5/18/2010	6/15/2013	1201 99 FHLMC PC GUAR ADJ 30YR	1,244 72	1,201.99		(42 73)
		3 595% Due 05-01-40				
6/4/2012	6/15/2013	3614 55 FHLMC PC GUAR ADJ 30YR	3,844 98	3,614 55		(230 43)
		2 365% Due 07-01-36				
2/13/2013	6/15/2013	6618 93 FHLMC PC GUAR ADJ 30YR	7,078 12	6,618.93	(459 19)	
		2 360% Due 03-01-35				
3/22/2012	6/15/2013	1228 16 FHLMC PC GUAR ADJ 30YR	1,301 08	1,228.16		(72 92)
		2 356% Due 09-01-35				
3/14/2012	6/15/2013	7019 64 CNH EQUIPMENT TR 2012-A	7,019.63	7,019.64		0 01
		0 650% Due 07-15-15				
4/2/2012	6/15/2013	14699 26 FHLMC REMIC SERIES 3117	15,891 28	14,699.26		(1,192 02)
		5 000% Due 08-15-34				
3/1/2012	6/15/2013	13075 85 JOHN DEERE TRUST 2012	13,075 68	13,075 85		0 17
		0 590% Due 06-16-14				
3/16/2012	6/15/2013	6877 56 JOHN DEERE TRUST 2012	6,882 39	6,877.56		(4 83)
		0 590% Due 06-16-14				
3/9/2004	6/17/2013	400 RCM TECHNOLOGIES INC COM NE	3,060 00	2,227.96		(832 04)
6/5/2006	6/17/2013	400 JONES GROUP INC COM	12,893 64	5,850.97		(7,042 67)
4/11/2011	6/17/2013	0 5 ARGO GROUP INTL HLDGS COM	14 55	21.52		6 97
10/10/2012	6/17/2013	35227 28 HYUNDAI AUTO TR 2012-C	35,223 79	35,228 66	4 87	
		0 400% Due 08-17-15				
10/10/2012	6/17/2013	18898.27 HYUNDAI AUTO TR 2012-C	18,896 40	18,898.27	1 87	
		0 400% Due 08-17-15				
6/5/2006	6/18/2013	400 JONES GROUP INC COM	12,893 64	5,861.69		(7,031 95)
6/5/2006	6/18/2013	200 JONES GROUP INC COM	6,446 82	2,924.42		(3,522 40)
4/11/2011	6/18/2013	1787 ARGO GROUP INTL HLDGS COM	52,016.96	72,012.88		19,995 92
6/5/2006	6/19/2013	200 JONES GROUP INC COM	6,446 82	2,939.46		(3,507 36)
8/19/2011	6/19/2013	4 SALESFORCE COM INC COM	116.26	152.67		36 41

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8/26/2011	6/19/2013	1088 SALESFORCE COM INC COM	31,980 37	41,525.91		9,545 54
9/6/2011	6/19/2013	712 SALESFORCE COM INC COM	21,297 04	27,175.04		5,878.00
9/7/2011	6/19/2013	640 SALESFORCE COM INC COM	19,744 95	24,427.01		4,682.06
9/8/2011	6/19/2013	600 SALESFORCE COM INC COM	18,773 35	22,900.32		4,126.97
11/29/2011	6/19/2013	1344 SALESFORCE COM INC COM	37,826.66	51,296.71		13,470 05
3/9/2004	6/20/2013	1000 RCM TECHNOLOGIES INC COM NE	7,650 00	5,533 10		(2,116.90)
6/5/2006	6/20/2013	300 JONES GROUP INC COM	9,670 23	4,383 06		(5,287 17)
11/27/2012	6/20/2013	62000 UNITED STATES TREAS BDS 2 750% Due 08-15-42	61,564 06	53,268 89	(8,295 17)	
3/1/2013	6/20/2013	15000 UNITED STATES TREAS BDS 2 750% Due 08-15-42	14,078 38	12,887.64	(1,190 74)	
5/1/2013	6/21/2013	800 CAPLEASE INC COM	5,502 96	6,840 04	1,337 08	
5/3/2013	6/21/2013	500 CAPLEASE INC COM	3,467 12	4,271 27	804 15	
10/2/2012	6/21/2013	153000 UNITED TECHNOLOGIES CORP 0 000% Due 12-02-13	153,590 58	153,163 71	(426 87)	
6/11/2012	6/24/2013	900 BASIC ENERGY SVCS INC COM	9,022 84	10,974 39		1,951 55
1/10/2013	6/24/2013	200 NATURAL GAS SRVCS GP COM	3,410 86	4,555 36	1,144 50	
1/14/2013	6/24/2013	200 NATURAL GAS SRVCS GP COM	3,413 24	4,555 36	1,142 12	
2/8/2013	6/24/2013	200 NATURAL GAS SRVCS GP COM	3,711.28	4,555 36	844 08	
2/12/2013	6/24/2013	200 NATURAL GAS SRVCS GP COM	3,707.85	4,555 36	847.51	
4/20/2010	6/24/2013	200 INNOSPEC INC COM	2,595.72	8,038 42		5,442 70
6/16/2010	6/24/2013	200 INNOSPEC INC COM	2,275.08	8,038 42		5,763.34
1/30/2004	6/24/2013	200 EPLUS INC COM	2,850 00	12,294 54		9,444 54
10/5/2007	6/24/2013	1504 NAVARRE CORP COM	5,670 08	3,967 26		(1,702 82)
4/30/2008	6/24/2013	300 MEADOWBROOK INS GROUP COM	2,220 00	2,308 02		88 02
10/10/2012	6/24/2013	204874 5 HYUNDAI AUTO TR 2012-C 0 400% Due 08-17-15	204,854 13	204,762 41	(91 72)	
5/3/2012	6/24/2013	103000 TOYOTA AUTO RECEIVABLES 201: 0 750% Due 02-16-16	103,193 13	103,173 01		(20 12)
5/3/2013	6/24/2013	2679 01 FNMA REMIC TRUST 2013-52 1 250% Due 06-25-43	2,683 61	2,679 01	(4 60)	
5/8/2013	6/24/2013	1905 07 FNMA REMIC TRUST 2013-52 1 250% Due 06-25-43	1,907 45	1,905 07	(2 38)	
5/13/2013	6/24/2013	1230 36 FNMA REMIC TRUST 2013-52 1 250% Due 06-25-43	1,231 13	1,230 36	(0 77)	
10/3/2011	6/25/2013	1000 JP MORGAN CHASE & CO	29,052 98	51,953 15		22,900 17
10/19/2011	6/25/2013	280 VIRGINIA COMM BANCORP COM	1,697 75	3,905 37		2,207 62
11/9/2011	6/25/2013	120 VIRGINIA COMM BANCORP COM	747 30	1,673 73		926 43
5/3/2013	6/25/2013	6000 CAPLEASE INC COM	41,605 43	51,200 54	9,595 11	
5/23/2013	6/25/2013	1000 CAPLEASE INC COM	7,107.90	8,533 42	1,425 52	
6/11/2012	6/25/2013	400 BASIC ENERGY SVCS INC COM	4,010.15	4,910 79		900 64
6/16/2010	6/25/2013	200 INNOSPEC INC COM	2,275.08	8,046 08		5,771 00
9/13/2005	6/25/2013	300 SHOE CARNIVAL INC COM	3,300 00	7,230 46		3,930 46
4/30/2008	6/25/2013	800 MEADOWBROOK INS GROUP COM	5,920 00	6,145 49		225 49
6/5/2006	6/25/2013	100 JONES GROUP INC COM	3,223.41	1,342 80		(1,880 61)
2/12/2013	6/25/2013	1332 86 DBRR CMBS RE-REMIC TR 2012-E. 0 946% Due 09-25-45	1,337.03	1,332 86	(4 17)	
1/24/2013	6/25/2013	8704 21 FNMA REMIC TRUST 2009-87 4 500% Due 09-25-39	9,419 59	8,704 21	(715 38)	
1/4/2012	6/25/2013	2385 45 FNMA PASS-THRU ADJ LIBOR 2 501% Due 03-01-37	2,525 04	2,385 45		(139 59)
12/26/2012	6/25/2013	3020 GLOBAL X FDS CHINA CONS ETF	45,085.17	39,401.06	(5,684 11)	
3/11/2004	6/26/2013	400 PERCEPTRON INC COM	2,892 00	3,013 76		121 76
3/11/2004	6/26/2013	1111 PERCEPTRON INC COM	8,054 75	8,370 73		315 98
3/16/2004	6/26/2013	289 PERCEPTRON INC COM	2,131 37	2,177 45		46 07
12/17/2007	6/26/2013	200 SAGA COMMUNICATIONS CL A	3,836 29	9,369 25		5,532 96
4/12/2005	6/26/2013	278 FIRST M & F CORP COM	4,512 07	4,307 44		(204 63)
4/12/2005	6/26/2013	22 FIRST M & F CORP COM	357.61	340 88		(16 73)
6/16/2010	6/26/2013	400 INNOSPEC INC COM	4,550 16	16,071 84		11,521 68
10/5/2007	6/26/2013	1000 NAVARRE CORP COM	3,770 00	2,748.25		(1,021 75)
9/13/2005	6/26/2013	400 SHOE CARNIVAL INC COM	4,400 00	9,594 83		5,194 83
1/20/2004	6/26/2013	800 MEADOWBROOK INS GROUP COM	3,800 00	6,205 81		2,405 81
8/10/2006	6/27/2013	0 53 ZOETIS INC CL A	13 79	16 28		2 49
11/9/2011	6/27/2013	600 VIRGINIA COMM BANCORP COM	3,736 50	8,386 85		4,650 35
9/13/2005	6/27/2013	400 SHOE CARNIVAL INC COM	4,400.00	9,525 99		5,125 99
1/20/2004	6/27/2013	700 MEADOWBROOK INS GROUP COM	3,325.00	5,459 00		2,134 00
11/7/2012	6/27/2013	700 HCI GROUP (HOMEOWNERS CHOI	14,329 27	21,625 42	7,296 15	
11/12/2012	6/27/2013	300 HCI GROUP (HOMEOWNERS CHOI	6,286 48	9,268 04	2,981 56	
6/5/2006	6/27/2013	400 JONES GROUP INC COM	12,893 64	5,427 34		(7,466 30)
11/9/2011	6/28/2013	200 VIRGINIA COMM BANCORP COM	1,245.50	2,788 95		1,543 45
6/18/2012	6/28/2013	200 UNIVERSAL TRUCKLOAD SV COM	2,704 25	4,901.91		2,197.66
10/5/2007	6/28/2013	1496 NAVARRE CORP COM	5,639 92	4,315 16		(1,324 76)
1/30/2004	6/28/2013	200 EPLUS INC COM	2,850 00	12,128 52		9,278 52

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9/13/2005	6/28/2013	400 SHOE CARNIVAL INC COM	4,400 00	9,649 67		5,249 67
1/20/2004	6/28/2013	2400 MEADOWBROOK INS GROUP COM	11,400 00	19,028 21		7,628 21
4/30/2008	6/28/2013	1000 MEADOWBROOK INS GROUP COM	7,400 00	7,928 42		528 42
6/5/2006	6/28/2013	200 JONES GROUP INC COM	6,446 82	2,742 99		(3,703 83)
4/28/2011	6/28/2013	400 QUALCOMM INC COM	23,005 83	24,496 60		1,490 76
11/15/2011	6/28/2013	450 QUALCOMM INC COM	25,705 12	27,558 68		1,853 56
2/29/2012	6/28/2013	410 QUALCOMM INC COM	25,549 70	25,109 02		(440 68)
3/26/2012	6/28/2013	360 QUALCOMM INC COM	24,657 11	22,046 94		(2,610 17)
3/3/2010	6/30/2013	299 4823 THE COLCHESTER GLOBAL BOND	9,583 03	9,387 00		(196 03)
1/11/2011	6/30/2013	289 7302 THE EDGBASTON ASIAN EQUITY 1	5,803 79	5,560 00		(243 79)
11/9/2011	7/1/2013	800 VIRGINIA COMM BANCORP COM	4,982 00	11,262 92		6,280 92
6/11/2012	7/1/2013	600 BASIC ENERGY SVCS INC COM	6,015 23	7,429 03		1,413 80
6/18/2012	7/1/2013	28 UNIVERSAL TRUCKLOAD SV COM	378 59	688 42		309 83
6/20/2012	7/1/2013	172 UNIVERSAL TRUCKLOAD SV COM	2,423 22	4,218 87		1,795 65
4/12/2005	7/1/2013	800 FIRST M & F CORP COM	13,004 00	12,884 02		(119 98)
1/30/2004	7/1/2013	700 EPLUS INC COM	9,975 00	42,151 73		32,176 73
9/13/2005	7/1/2013	200 SHOE CARNIVAL INC COM	2,200 00	4,808 61		2,608 61
11/12/2012	7/1/2013	800 HCI GROUP (HOMEOWNERS CHOI	16,763 95	24,966 12	8,202 17	
10/17/2012	7/1/2013	6910 9 FNMA REMIC TRUST 2011-106	7,068 55	6,910 90	(157 65)	
		3 000% Due 02-25-36				
4/15/2013	7/1/2013	3946 45 FNMA REMIC TRUST 2013-M5	3,946 45	3,946 45	-	
		0 595% Due 08-25-15				
9/13/2012	7/1/2013	6418 16 FHLMC REMIC SERIES 3724	6,588 62	6,418 16	(170 46)	
		2 250% Due 07-15-38				
5/16/2011	7/1/2013	4469 57 FHLMC REMIC SERIES 3842	4,644 51	4,469 57		(174 94)
		4 000% Due 04-15-41				
11/3/2011	7/1/2013	662 16 FHLMC REMIC SERIES 3842	704 32	662 16		(42 16)
		4 000% Due 04-15-41				
10/23/2012	7/1/2013	4728 62 FNMA REMIC TRUST 2011-61	4,993 13	4,728 62	(264 51)	
		2 000% Due 07-25-26				
3/11/2010	7/1/2013	30 15 GS MTG COML 2006-GG6	30 61	30 15		(0 46)
		5 506% Due 04-10-38				
3/16/2011	7/1/2013	300 33 NCUA GUARN NTS TR 2010-C1	297 68	300 33		2 65
		2 650% Due 10-29-20				
5/6/2013	7/1/2013	3672 08 FNMA PASS-THRU INT 15 YEAR	3,953 24	3,672 08	(281 16)	
		5 000% Due 03-01-25				
12/12/2012	7/1/2013	3852 16 FNMA PASS-THRU LNG 30 YEAR	4,202 47	3,852 16	(350 31)	
		5 000% Due 07-01-34				
10/21/2010	7/1/2013	991 9 FNMA PASS-THRU ADJ LIBOR	1,031 26	991 90		(39 36)
		2 071% Due 07-01-35				
2/23/2011	7/1/2013	1163 11 FNMA PASS-THRU ADJ LIBOR	1,215 46	1,163 11		(52 35)
		2 071% Due 07-01-35				
3/9/2010	7/1/2013	183 25 FNMA PASS-THRU MEGA MULTI	190 06	183 25		(6 81)
		4 742% Due 02-01-20				
3/16/2012	7/1/2013	170 63 FNMA PASS-THRU MEGA MULTI	190 57	170 63		(19 94)
		4 651% Due 07-01-19				
4/5/2011	7/1/2013	2731 76 FNMA PASS-THRU ADJ LIBOR	2,849 78	2,731 76		(118 02)
		3 795% Due 05-01-40				
6/12/2012	7/2/2013	1100 BASIC ENERGY SVCS INC COM	10,841 81	14,021 69		3,179 88
10/26/2012	7/2/2013	4300 CHEUNG KONG HLDGS LTD ADR	64,883 48	57,156 84	(7,726 64)	
6/12/2012	7/3/2013	200 BASIC ENERGY SVCS INC COM	1,971 24	2,579 81		608 57
4/25/2013	7/3/2013	167 28 CSFB COML MTG PTC 2007-C3	192 70	167 28	(25 42)	
		5 869% Due 06-17-39				
6/11/2012	7/5/2013	130 PHOENIX COS INC NEW COM	4,464 32	5,567 99		1,103 67
6/12/2012	7/5/2013	70 PHOENIX COS INC NEW COM	2,358 72	3,003 54		644 82
10/5/2007	7/5/2013	1700 NAVARRE CORP COM	6,409 00	4,656 42		(1,752 58)
4/12/2005	7/5/2013	400 FIRST M & F CORP COM	6,502 00	6,604 56		102 56
8/2/2005	7/5/2013	2300 COMMUNICATIONS SYS INC COM	23,000 00	22,983 84		(16 16)
11/9/2011	7/5/2013	500 VIRGINIA COMM BANCORP COM	3,113 75	7,278 47		4,164 72
12/2/2011	7/5/2013	300 VIRGINIA COMM BANCORP COM	1,961 73	4,367 09		2,405 36
6/5/2006	7/5/2013	300 JONES GROUP INC COM	9,670 23	4,184 37		(5,485 86)
6/5/2006	7/5/2013	800 JONES GROUP INC COM	25,787 28	11,437 40		(14,349 88)
6/12/2012	7/8/2013	55 PHOENIX COS INC NEW COM	1,853 28	2,345 63		492 35
6/13/2012	7/8/2013	80 PHOENIX COS INC NEW COM	2,786 32	3,411 82		625 50
6/14/2012	7/8/2013	65 PHOENIX COS INC NEW COM	2,216 11	2,772 10		555 99
10/5/2007	7/8/2013	1100 NAVARRE CORP COM	4,147 00	3,023 74		(1,123 26)
11/26/2012	7/8/2013	200 HCI GROUP (HOMEOWNERS CHOI	4,178 52	6,129 15	1,950 63	
6/5/2006	7/8/2013	1200 JONES GROUP INC COM	38,680 92	18,741 59		(19,939 33)
6/14/2012	7/9/2013	35 PHOENIX COS INC NEW COM	1,193 29	1,500 19		306 90
6/18/2012	7/9/2013	165 PHOENIX COS INC NEW COM	5,869 15	7,072 30		1,203 15
11/14/2012	7/9/2013	600 HCI GROUP (HOMEOWNERS CHOI	11,716 74	18,725 01	7,008 27	
11/26/2012	7/9/2013	100 HCI GROUP (HOMEOWNERS CHOI	2,089 26	3,120 84	1,031 58	
11/26/2012	7/9/2013	600 HCI GROUP (HOMEOWNERS CHOI	12,535 57	18,618 17	6,082 60	

6/5/2006	7/9/2013	500 JONES GROUP INC COM	16,117 05	7,969 51		(8,147 54)
6/20/2012	7/10/2013	100 PHOENIX COS INC NEW COM	3,633 00	4,289 43		656 43
9/13/2005	7/10/2013	300 SHOE CARNIVAL INC COM	3,300.00	7,299 16		3,999 16
11/14/2012	7/10/2013	200 HCI GROUP (HOMEOWNERS CHOI	3,905 58	6,298 47	2,392 89	
6/5/2006	7/10/2013	300 JONES GROUP INC COM	9,670 23	4,831.89		(4,838 34)
6/20/2012	7/11/2013	28 UNIVERSAL TRUCKLOAD SV COM	394 48	689 61		295 13
6/21/2012	7/11/2013	272 UNIVERSAL TRUCKLOAD SV COM	3,778.27	6,699 07		2,920 80
11/12/2012	7/11/2013	100 HCI GROUP (HOMEOWNERS CHOI	2,095 49	3,147 99	1,052 50	
11/13/2012	7/11/2013	600 HCI GROUP (HOMEOWNERS CHOI	12,309.70	18,887 91	6,578 21	
5/8/2013	7/11/2013	32000 UNITED STATES TREAS NTS 0 750% Due 12-31-17	32,107 61	31,288 64	(818 97)	
5/13/2013	7/11/2013	42000 UNITED STATES TREAS NTS 0 750% Due 12-31-17	42,001 78	41,066 35	(935.43)	
4/1/2011	7/11/2013	157 93 CVS CAREMARK CORP 8.353% Due 07-10-31	157 60	157 93		(30 67)
3/2/2010	7/11/2013	303 53 CVS CAREMARK CORPORATION 7 507% Due 01-10-32	328 61	303 53		(25 08)
3/19/2010	7/11/2013	49 34 CVS CAREMARK CORPORATION 7 507% Due 01-10-32	53 91	49 34		(4 57)
2/5/2013	7/11/2013	49000 UNITED STATES TREAS NTS 1 750% Due 05-15-22	48,437 46	46,362 23	(2,075 23)	
4/3/2009	7/12/2013	200 BUCKEYE TECHNOLOGIES COM	470 00	7,437 63		6,967 63
3/9/2004	7/15/2013	200 RCM TECHNOLOGIES INC COM NE	1,530 00	1,121 64		(408 36)
3/16/2004	7/15/2013	300 RCM TECHNOLOGIES INC COM NE	2,293 89	1,682 46		(611 43)
4/20/2010	7/15/2013	17052 72 FHLMC PC 1YR LIBOR VR 3 611% Due 03-01-40	17,465 05	17,052 72		(412 33)
7/19/2010	7/15/2013	285 11 FHLMC PC 1YR LIBOR VR 3 504% Due 04-01-40	293 82	285 11		(8 71)
5/5/2010	7/15/2013	269 81 FHLMC PC 1YR LIBOR VR 3 356% Due 04-01-40	277 00	269 81		(7 19)
2/12/2013	7/15/2013	1963 65 FHLMC PC GUAR ADJ 30YR 2 412% Due 04-01-35	2,102 03	1,963 65	(138 38)	
5/2/2012	7/15/2013	2268 67 FHLMC PC GOLD COMB 30 5 000% Due 11-01-35	2,459 73	2,268 67		(191 06)
4/12/2012	7/15/2013	2592 81 FHLMC PC GOLD COMB 30 5 000% Due 08-01-35	2,794 97	2,592 81		(202 16)
7/12/2012	7/15/2013	4865 45 FHLMC PC GOLD COMB 30 4 500% Due 11-01-39	5,200 71	4,865 45		(335 26)
3/8/2011	7/15/2013	34 95 FHLMC PC II HYBRD ARM 2 126% Due 01-01-36	36 52	34 95		(1 57)
5/14/2012	7/15/2013	4362 23 FHLMC PC GOLD COMB 30 4 500% Due 08-01-39	4,647 82	4,362 23		(285 59)
8/7/2012	7/15/2013	2054 84 FHLMC PC GOLD COMB 30 4 500% Due 08-01-39	2,221 79	2,054 84	(166 95)	
5/18/2010	7/15/2013	810 46 FHLMC PC GUAR ADJ 30YR 3 595% Due 05-01-40	839 27	810 46		(28 81)
6/4/2012	7/15/2013	2527 26 FHLMC PC GUAR ADJ 30YR 2 365% Due 07-01-36	2,688 37	2,527 26		(161.11)
2/13/2013	7/15/2013	4255 5 FHLMC PC GUAR ADJ 30YR 2 360% Due 03-01-35	4,550 73	4,255 50	(295 23)	
3/22/2012	7/15/2013	2341 03 FHLMC PC GUAR ADJ 30YR 2 356% Due 09-01-35	2,480 03	2,341 03		(139 00)
3/14/2012	7/15/2013	358 96 CNH EQUIPMENT TR 2012-A 0 650% Due 07-15-15	358 96	358 96		-
4/2/2012	7/15/2013	12538 67 FHLMC REMIC SERIES 3117 5 000% Due 08-15-34	13,555 48	12,538 67		(1,016 81)
3/1/2012	7/15/2013	10972 61 JOHN DEERE TRUST 2012 0 590% Due 06-16-14	10,972.46	10,972 61		0 15
3/16/2012	7/15/2013	5771.31 JOHN DEERE TRUST 2012 0 590% Due 06-16-14	5,775 37	5,771 31		(4 06)
10/28/2011	7/15/2013	282 CREDICORP LTD COM	31,776 45	33,470 30		1,693 85
3/16/2004	7/16/2013	2100 RCM TECHNOLOGIES INC COM NE	16,057 23	11,777 93		(4,279 30)
2/5/2013	7/16/2013	73000 UNITED STATES TREAS NTS 1 750% Due 05-15-22	72,161 93	69,395 33	(2,766 60)	
2/5/2013	7/16/2013	4000 UNITED STATES TREAS NTS 1 750% Due 05-15-22	3,947 83	3,802 48	(145 35)	
2/7/2013	7/16/2013	25000 UNITED STATES TREAS NTS 1 750% Due 05-15-22	24,764 75	23,765.53	(999 22)	
2/26/2013	7/16/2013	54000 UNITED STATES TREAS NTS 1 750% Due 05-15-22	53,915 84	51,333 53	(2,582 31)	
4/12/2013	7/16/2013	15000 UNITED STATES TREAS NTS 1 750% Due 05-15-22	15,211 58	14,259 32	(952.26)	
12/19/2012	7/16/2013	680 ISHARES INC MSCI TURKEY FD	44,389 08	40,180 53	(4,208 55)	

8/2/2012	7/17/2013	20000 UNITED STATES TREAS BDS 3 125% Due 02-15-42	22,278 13	18,467 89	(3,810 24)	
10/26/2011	7/17/2013	21000 SPRINGLAND INTL ORD	13,576 30	10,948 49		(2,627 81)
10/27/2011	7/17/2013	25000 SPRINGLAND INTL ORD	16,137 50	13,033 91		(3,103 59)
3/19/2013	7/18/2013	3300 STAPLES INC COM	44,250 48	55,109 99	10,859 51	
4/3/2009	7/19/2013	200 BUCKEYE TECHNOLOGIES COM	470 00	7,446 47		6,976 47
12/17/2007	7/22/2013	300 SAGA COMMUNICATIONS CL A	5,754 43	15,409 49		9,655 06
6/5/2006	7/22/2013	200 JONES GROUP INC COM	6,446 82	3,148 30		(3,298 52)
11/4/2011	7/23/2013	3600 SBERBANK RUSSIA SPONSORED	39,112 51	43,076 54		3,964 03
6/5/2006	7/24/2013	100 JONES GROUP INC COM	3,223 41	1,580 64		(1,642 77)
10/16/2012	7/24/2013	9737 62 GE EQUIP TRANS LLC 2012-2 0.470% Due 04-24-15	9,736 89	9,737 62	0 73	
4/3/2009	7/25/2013	200 BUCKEYE TECHNOLOGIES COM	470 00	7,453 75		6,983 75
2/12/2013	7/25/2013	4110 91 DBRR CMBS RE-REMIC TR 2012-E 0 946% Due 09-25-45	4,123 76	4,110 91	(12 85)	
5/3/2013	7/25/2013	2401 14 FNMA REMIC TRUST 2013-52 1 250% Due 06-25-43	2,405 27	2,401 14	(4 13)	
5/8/2013	7/25/2013	1707 48 FNMA REMIC TRUST 2013-52 1 250% Due 06-25-43	1,709 61	1,707 48	(2 13)	
5/13/2013	7/25/2013	1102 75 FNMA REMIC TRUST 2013-52 1 250% Due 06-25-43	1,103 44	1,102 75	(0 69)	
1/24/2013	7/25/2013	6800 59 FNMA REMIC TRUST 2009-87 4 500% Due 09-25-39	7,359 51	6,800 59	(558 92)	
6/14/2013	7/25/2013	5991 27 FNMA PASS-THRU INT 15 YEAR 3 000% Due 01-01-27	6,250 58	5,991 27	(259 31)	
1/4/2012	7/25/2013	1767 17 FNMA PASS-THRU ADJ LIBOR 2 501% Due 03-01-37	1,870 58	1,767 17		(103 41)
1/31/2011	7/26/2013	6000 DBS GROUP HOLDINGS LTD SHS	70,644 24	79,510 83		8,866 59
5/3/2013	7/30/2013	4000 APPLE INC 0 000% Due 05-03-18	4,000 00	4,000 00	-	
12/17/2007	7/31/2013	200 SAGA COMMUNICATIONS CL A	3,836 29	10,243 30		6,407 01
3/3/2010	7/31/2013	299 3326 THE COLCHESTER GLOBAL BOND	9,624 97	9,470 00		(154 97)
1/11/2011	7/31/2013	289 4281 THE EDGBASTON ASIAN EQUITY 1	5,865 32	5,624 00		(241 32)
12/17/2007	8/1/2013	200 SAGA COMMUNICATIONS CL A	3,836 29	10,358 21		6,521 92
5/3/2013	8/1/2013	102000 APPLE INC 0 000% Due 05-03-18	102,000 00	101,903 10	(96 90)	
4/12/2013	8/1/2013	111000 UNITED STATES TREAS NTS 1 750% Due 05-15-22	112,565 72	104,153 11	(8,412 61)	
4/12/2013	8/1/2013	11000 UNITED STATES TREAS NTS 1.750% Due 05-15-22	11,155 59	10,321 48	(834 11)	
3/1/2013	8/1/2013	64000 VALERO ENERGY CORP NEW 9 375% Due 03-15-19	88,044 16	83,767 04	(4,277 12)	
10/17/2012	8/1/2013	4943 41 FNMA REMIC TRUST 2011-106 3 000% Due 02-25-36	5,056 18	4,943 41	(112 77)	
4/15/2013	8/1/2013	2160 55 FNMA REMIC TRUST 2013-M5 0 595% Due 08-25-15	2,160 55	2,160 55	-	
9/13/2012	8/1/2013	4886 99 FHLMC REMIC SERIES 3724 2 250% Due 07-15-38	5,016 78	4,886 99	(129 79)	
5/16/2011	8/1/2013	4320 25 FHLMC REMIC SERIES 3842 4 000% Due 04-15-41	4,489 35	4,320 25		(169 10)
11/3/2011	8/1/2013	640 04 FHLMC REMIC SERIES 3842 4 000% Due 04-15-41	680 79	640 04		(40 75)
10/23/2012	8/1/2013	4935 6 FNMA REMIC TRUST 2011-61 2 000% Due 07-25-26	5,211 68	4,935 60	(276 08)	
3/11/2010	8/1/2013	26 36 GS MTG COML 2006-GG6 5 506% Due 04-10-38	26 76	26 36		(0 40)
3/16/2011	8/1/2013	301 39 NCUA GUARN NTS TR 2010-C1 2 650% Due 10-29-20	298 73	301 39		2.66
2/24/2010	8/1/2013	1560 7 SOUTHWEST AIRLINES 2007-1 6 150% Due 02-01-24	1,621 18	1,560 70		(60 48)
3/2/2010	8/1/2013	3572 69 SOUTHWEST AIRLINES 2007-1 6 150% Due 02-01-24	3,648 61	3,572 69		(75 92)
5/6/2013	8/1/2013	3677 45 FNMA PASS-THRU INT 15 YEAR 5 000% Due 03-01-25	3,959 02	3,677 45	(281 57)	
12/12/2012	8/1/2013	4145 98 FNMA PASS-THRU LNG 30 YEAR 5 000% Due 07-01-34	4,523 01	4,145 98	(377.03)	
10/21/2010	8/1/2013	930 09 FNMA PASS-THRU ADJ LIBOR 2.071% Due 07-01-35	967 01	930 09		(36 92)
2/23/2011	8/1/2013	1090 65 FNMA PASS-THRU ADJ LIBOR 2 071% Due 07-01-35	1,139 73	1,090 65		(49 08)
3/9/2010	8/1/2013	160 39 FNMA PASS-THRU MEGA MULTI ; 4 742% Due 02-01-20	166 35	160.39		(5 96)
3/16/2012	8/1/2013	153 01 FNMA PASS-THRU MEGA MULTI ;	170 89	153 01		(17 88)

			4 651% Due 07-01-19				
4/5/2011	8/1/2013	1942 05	FNMA PASS-THRU ADJ LIBOR	2,025 95	1,942 05		(83 90)
			3 795% Due 05-01-40				
8/7/2012	8/1/2013	2638 64	SMALL BUS ADMIN GTD DEV PTC	2,638 64	2,638 64	-	
			2 370% Due 08-01-32				
8/7/2012	8/1/2013	3814 28	SMALL BUS ADMIN GTD DEV PTC	3,814 28	3,814 28	-	
			2 370% Due 08-01-32				
5/3/2013	8/2/2013	111000	APPLE INC	111,000 00	110,894.55	(105 45)	
			0 000% Due 05-03-18				
12/12/2012	8/2/2013	1200	JARDINE MATHESON HLDGS ORD	72,936.04	64,112 14	(8,823 90)	
3/1/2013	8/5/2013	90000	HCP INC	109,583 10	105,879 60	(3,703 50)	
			6 700% Due 01-30-18				
4/12/2013	8/5/2013	92000	UNITED STATES TREAS NTS	93,301 31	86,828 23	(6,473 08)	
			1 750% Due 05-15-22				
4/12/2013	8/5/2013	12000	UNITED STATES TREAS NTS	12,174 42	11,325 42	(849 00)	
			1 750% Due 05-15-22				
6/3/2013	8/5/2013	20000	E M C CORP MASS	19,952 00	19,801 20	(150 80)	
			2 650% Due 06-01-20				
4/6/2011	8/6/2013	43000	HSBC HLDGS PLC	43,539 65	47,431 58		3,891 93
			5.100% Due 04-05-21				
4/6/2011	8/6/2013	50000	HSBC HLDGS PLC	50,627 50	55,153 00		4,525 50
			5 100% Due 04-05-21				
4/12/2013	8/6/2013	4000	UNITED STATES TREAS NTS	4,058 14	3,776 23	(281 91)	
			1.750% Due 05-15-22				
4/15/2013	8/6/2013	9000	UNITED STATES TREAS NTS	9,144 18	8,496 53	(647 65)	
			1 750% Due 05-15-22				
4/17/2013	8/6/2013	10000	UNITED STATES TREAS NTS	10,170 35	9,440 58	(729.77)	
			1 750% Due 05-15-22				
5/15/2013	8/6/2013	88000	UNITED STATES TREAS NTS	87,783 79	83,077 15	(4,706 64)	
			1 750% Due 05-15-22				
6/3/2013	8/6/2013	20000	E M C CORP MASS	19,952 00	19,773 00	(179 00)	
			2 650% Due 06-01-20				
6/3/2013	8/6/2013	9000	E M C CORP MASS	8,978 40	8,910 54	(67 86)	
			2 650% Due 06-01-20				
2/1/2012	8/6/2013	61000	COOPERATIEVE CENTRALE RAIFI	60,525 42	61,364 78		839 36
			3 875% Due 02-08-22				
12/17/2007	8/7/2013	300	SAGA COMMUNICATIONS CL A	5,754 43	15,463 64		9,709 21
6/3/2013	8/7/2013	19000	E M C CORP MASS	18,954 40	18,829 95	(124.45)	
			2 650% Due 06-01-20				
12/20/2012	8/7/2013	3619	ITAU UNIBANCO HLDG SA SPON A	53,742 88	44,775 76	(8,967 12)	
8/10/2012	8/7/2013	3230	REDWOOD TR INC COM	43,125 25	53,643 00	10,517 75	
1/13/2012	8/8/2013	1938	ICICI BK LTD ADR	59,176 09	59,607 79		431 70
1/25/2012	8/8/2013	2339	ICICI BK LTD ADR	82,599 04	71,941.49		(10,657 55)
5/15/2013	8/8/2013	127000	UNITED STATES TREAS NTS	126,687 97	120,436 17	(6,251 80)	
			1 750% Due 05-15-22				
6/3/2013	8/8/2013	18000	E M C CORP MASS	17,956 80	17,859 96	(96 84)	
			2 650% Due 06-01-20				
4/19/2012	8/8/2013	10000	AAC TECHNOLOGIES HOLDI SHS	31,937 00	46,052 00		14,115 00
7/6/2012	8/9/2013	27726 43	PIMCO FDS PAC INVT TOTAL RETI	315,253 04	299,950 05	(15,302 99)	
11/29/2011	8/9/2013	2032	BASF SE NAMEN -AKT	137,166.17	176,045 85		38,879 68
1/13/2012	8/9/2013	1031	BASF SE NAMEN -AKT	75,375 05	89,322 47		13,947 42
3/2/2010	8/10/2013	305 43	CVS CAREMARK CORPORATION	330 67	305 43	(25 24)	
			7 507% Due 01-10-32				
3/19/2010	8/10/2013	49 65	CVS CAREMARK CORPORATION	54 25	49 65	(4 60)	
			7 507% Due 01-10-32				
4/1/2011	8/10/2013	159 03	CVS CAREMARK CORP	189 92	159 03	(30 89)	
			8 353% Due 07-10-31				
8/1/2013	8/13/2013	92000	UNITED STATES TREAS NTS	90,225 00	89,890 16	(334 84)	
			0 750% Due 12-31-17				
5/15/2013	8/13/2013	39000	UNITED STATES TREAS NTS	38,904.18	36,586 72	(2,317 46)	
			1 750% Due 05-15-22				
6/11/2013	8/13/2013	37000	UNITED STATES TREAS NTS	36,075.15	34,710 48	(1,364 67)	
			1 750% Due 05-15-22				
11/23/2011	8/13/2013	1200	HDFC BANK LTD ADR REPS 3 SHS	30,395 71	38,533 90		8,138 19
7/28/2011	8/13/2013	750	MCDONALDS CORP COM	65,439 93	72,428 02		6,988 09
1/31/2011	8/13/2013	99000	STARHILL GLOBAL RL EST UNITS	50,055 35	63,839 90		13,784 55
4/3/2009	8/15/2013	500	BUCKEYE TECHNOLOGIES COM	1,175 00	18,595 28		17,420 28
4/20/2010	8/15/2013	8304 5	FHLMC PC 1YR LIBOR VR	8,505.30	8,304 50		(200 80)
			3 611% Due 03-01-40				
7/19/2010	8/15/2013	794 23	FHLMC PC 1YR LIBOR VR	818 49	794 23		(24 26)
			3 504% Due 04-01-40				
5/5/2010	8/15/2013	1207 37	FHLMC PC 1YR LIBOR VR	1,239 54	1,207.37		(32.17)
			3.356% Due 04-01-40				

2/12/2013	8/15/2013	2119 72	FHLMC PC GUAR ADJ 30YR 2 412% Due 04-01-35	2,269.09	2,119 72	(149.37)
5/2/2012	8/15/2013	2458 74	FHLMC PC GOLD COMB 30 5 000% Due 11-01-35	2,665 81	2,458 74	(207 07)
4/12/2012	8/15/2013	1953 12	FHLMC PC GOLD COMB 30 5 000% Due 08-01-35	2,105 40	1,953 12	(152 28)
7/12/2012	8/15/2013	3991 98	FHLMC PC GOLD COMB 30 4 500% Due 11-01-39	4,267 05	3,991 98	(275 07)
3/8/2011	8/15/2013	24 31	FHLMC PC II HYBRD ARM 2 126% Due 01-01-36	25.40	24 31	(1 09)
5/14/2012	8/15/2013	7806 9	FHLMC PC GOLD COMB 30 4 500% Due 08-01-39	8,318 00	7,806 90	(511 10)
8/7/2012	8/15/2013	3677 45	FHLMC PC GOLD COMB 30 4 500% Due 08-01-39	3,976 25	3,677 45	(298 80)
5/18/2010	8/15/2013	803 5	FHLMC PC GUAR ADJ 30YR 3 595% Due 05-01-40	832 06	803 50	(28 56)
6/4/2012	8/15/2013	1756.67	FHLMC PC GUAR ADJ 30YR 2 365% Due 07-01-36	1,868.66	1,756 67	(111 99)
2/13/2013	8/15/2013	4527 59	FHLMC PC GUAR ADJ 30YR 2 360% Due 03-01-35	4,841 69	4,527 59	(314.10)
3/22/2012	8/15/2013	1674.01	FHLMC PC GUAR ADJ 30YR 2 356% Due 09-01-35	1,773 40	1,674 01	(99 39)
4/2/2012	8/15/2013	11991 29	FHLMC REMIC SERIES 3117 5 000% Due 08-15-34	12,963 71	11,991 29	(972 42)
3/1/2012	8/15/2013	5188 33	JOHN DEERE TRUST 2012 0 590% Due 06-16-14	5,188 26	5,188 33	0 07
3/16/2012	8/15/2013	2728 93	JOHN DEERE TRUST 2012 0 590% Due 06-16-14	2,730 85	2,728 93	(1 92)
2/28/2011	8/15/2013	10000	CELGENE CORP 3 950% Due 10-15-20	9,518 20	10,207 20	689 00
2/28/2011	8/15/2013	8000	CELGENE CORP 3 950% Due 10-15-20	7,614 56	8,172 32	557 76
2/28/2011	8/15/2013	2000	CELGENE CORP 3 950% Due 10-15-20	1,903 64	2,049 54	145.90
2/28/2011	8/15/2013	15000	CELGENE CORP 3 950% Due 10-15-20	14,277 31	15,315 45	1,038 14
2/28/2011	8/15/2013	3000	CELGENE CORP 3 950% Due 10-15-20	2,855 46	3,072 92	217 46
2/28/2011	8/15/2013	5000	CELGENE CORP 3 950% Due 10-15-20	4,759 10	5,119 80	360 70
8/15/2013	8/16/2013	109000	UNITED STATES TREAS BILLS 7% Due ??-??-??	108,987 43	108,987 92	0.49
9/26/2011	8/16/2013	21000	SIMON PPTY GROUP LP 10 350% Due 04-01-19	28,227 15	28,556 85	329 70
9/26/2011	8/19/2013	5000	SIMON PPTY GROUP LP 10 350% Due 04-01-19	6,720 75	6,778 85	58 10
4/29/2011	8/20/2013	182000	DEUTSCHE TELEKOM INTL FIN B \\\n5 875% Due 08-20-13	200,240 04	182,000 00	(18,240 04)
12/27/2012	8/20/2013	820	SIEMENS A G SPONSORED ADR	89,589 28	90,439 42	850 14
4/3/2009	8/21/2013	200	BUCKEYE TECHNOLOGIES COM	470 00	7,447 53	6,977 53
7/6/2012	8/21/2013	47125 35	PIMCO FDS PAC INVT TOTAL RETI	535,821 21	499,950 05	(35,871 16)
10/16/2012	8/24/2013	46370 21	GE EQUIP TRANS LLC 2012-2 0 470% Due 04-24-15	46,366 72	46,370 21	3.49
2/12/2013	8/25/2013	6795 17	DBRR CMBS RE-REMIC TR 2012-E 0 946% Due 09-25-45	6,816 40	6,795 17	(21.23)
5/3/2013	8/25/2013	2373 8	FNMA REMIC TRUST 2013-52 1 250% Due 06-25-43	2,377 88	2,373 80	(4.08)
5/8/2013	8/25/2013	1688 04	FNMA REMIC TRUST 2013-52 1 250% Due 06-25-43	1,690 15	1,688 04	(2.11)
5/13/2013	8/25/2013	1090 19	FNMA REMIC TRUST 2013-52 1 250% Due 06-25-43	1,090 87	1,090 19	(0.68)
1/24/2013	8/25/2013	6989.24	FNMA REMIC TRUST 2009-87 4 500% Due 09-25-39	7,563 67	6,989 24	(574.43)
6/14/2013	8/26/2013	4542 85	FNMA PASS-THRU INT 15 YEAR 3 000% Due 01-01-27	4,739 47	4,542 85	(196.62)
1/4/2012	8/26/2013	2224 67	FNMA PASS-THRU ADJ LIBOR 2 501% Due 03-01-37	2,354.85	2,224.67	(130 18)
4/20/2012	8/26/2013	730	EBAY INC COM	29,638 24	37,681 60	8,043 36
4/3/2009	8/27/2013	1100	BUCKEYE TECHNOLOGIES COM	2,585 00	41,250 00	38,665 00
7/6/2012	8/28/2013	28116 21	PIMCO FDS PAC INVT TOTAL RETI	319,684 90	299,950 05	(19,734 85)
3/3/2010	8/31/2013	299.1829	THE COLCHESTER GLOBAL BOND	9,631 51	9,394.00	(237.51)
1/11/2011	8/31/2013	289 1266	THE EDGBASTON ASIAN EQUITY 1	5,894 46	5,484.00	(410.46)
10/17/2012	9/1/2013	3259 5	FNMA REMIC TRUST 2011-106	3,333 86	3,259 50	(74.36)

			3 000% Due 02-25-36				
4/15/2013	9/1/2013	233 04	FNMA REMIC TRUST 2013-M5	233 04	233.04	-	
			0 595% Due 08-25-15				
9/13/2012	9/1/2013	2593 86	FHLMC REMIC SERIES 3724	2,662 75	2,593.86	(68 89)	
			2 250% Due 07-15-38				
5/16/2011	9/1/2013	3417.85	FHLMC REMIC SERIES 3842	3,551 63	3,417.85		(133 78)
			4 000% Due 04-15-41				
11/3/2011	9/1/2013	506 35	FHLMC REMIC SERIES 3842	538 59	506.35		(32.24)
			4 000% Due 04-15-41				
10/23/2012	9/1/2013	2498 36	FNMA REMIC TRUST 2011-61	2,638 11	2,498 36	(139 75)	
			2 000% Due 07-25-26				
3/11/2010	9/1/2013	523 05	GS MTG COML 2006-GG6	531 06	523.05		(8.01)
			5.506% Due 04-10-38				
5/6/2013	9/1/2013	3207.91	FNMA PASS-THRU INT 15 YEAR	3,453 53	3,207.91	(245 62)	
			5 000% Due 03-01-25				
12/12/2012	9/1/2013	3613 5	FNMA PASS-THRU LNG 30 YEAR	3,942 10	3,613 50	(328 60)	
			5 000% Due 07-01-34				
10/21/2010	9/1/2013	759 38	FNMA PASS-THRU ADJ LIBOR	789 52	759 38		(30 14)
			2 071% Due 07-01-35				
2/23/2011	9/1/2013	890 47	FNMA PASS-THRU ADJ LIBOR	930 54	890 47		(40 07)
			2 071% Due 07-01-35				
1/4/2012	9/1/2013	1449 94	FNMA PASS-THRU ADJ LIBOR	1,534 78	1,449 94		(84 84)
			2 501% Due 03-01-37				
3/9/2010	9/1/2013	161 21	FNMA PASS-THRU MEGA MULTI ;	167 20	161.21		(5 99)
			4 742% Due 02-01-20				
3/16/2012	9/1/2013	153 74	FNMA PASS-THRU MEGA MULTI ;	171 71	153.74		(17 97)
			4 651% Due 07-01-19				
4/5/2011	9/1/2013	1991 24	FNMA PASS-THRU ADJ LIBOR	2,077 27	1,991.24		(86 03)
			3 795% Due 05-01-40				
3/6/2012	9/1/2013	1001 88	SMALL BUS ADMIN GTD DEV PTC	1,001 88	1,001 88		-
			2 510% Due 03-01-32				
3/6/2012	9/1/2013	1794 07	SMALL BUS ADMIN GTD DEV PTC	1,794 07	1,794.07		-
			2 510% Due 03-01-32				
9/4/2012	9/1/2013	2168 64	SMALL BUS ADMIN GTD DEV PTC	2,168 64	2,168 64		-
			2 200% Due 09-01-32				
9/4/2012	9/1/2013	1999 22	SMALL BUS ADMIN GTD DEV PTC	1,999 22	1,999 22		-
			2 200% Due 09-01-32				
3/7/2013	9/1/2013	1636 32	SMALL BUS ADMIN GTD DEV PTC	1,636 32	1,636 32		-
			2 220% Due 03-01-33				
3/7/2013	9/1/2013	2319 84	SMALL BUS ADMIN GTD DEV PTC	2,319 84	2,319 84		-
			2 220% Due 03-01-33				
3/9/2010	9/1/2013	9508 57	SMALL BUS ADMIN GTD DEV PTC	9,508 57	9,508.57		-
			4 190% Due 03-01-30				
3/9/2010	9/1/2013	8428 06	SMALL BUS ADMIN GTD DEV PTC	8,428 06	8,428.06		-
			4 190% Due 03-01-30				
3/16/2011	9/1/2013	107 17	NCUA GUARN NTS TR 2010-C1	106.22	107.17		0 95
			2 650% Due 10-29-20				
9/22/2011	9/3/2013	400	GAMESTOP CORP NEW CL A	9,057 61	20,267.73		11,210 12
1/25/2012	9/3/2013	100	UGI CORP NEW COM	2,693 80	3,910 21		1,216 41
1/26/2012	9/3/2013	200	UGI CORP NEW COM	5,507 50	7,820 42		2,312 92
1/26/2012	9/3/2013	100	UGI CORP NEW COM	2,728 39	3,910.21		1,181 82
6/10/2013	9/3/2013	100	FLIR SYS INC COM	2,443 41	3,128.17	684 76	
1/15/2010	9/3/2013	100	ASHLAND INC NEW COM	4,042 56	8,750 62		4,708 06
4/25/2013	9/3/2013	1676 79	CSFB COML MTG PTC 2007-C3	1,931 58	1,676 79	(254 79)	
			5 869% Due 06-17-39				
1/27/2012	9/4/2013	200	UGI CORP NEW COM	5,406 74	7,679.46		2,272 72
1/30/2012	9/4/2013	200	UGI CORP NEW COM	5,326 79	7,679 47		2,352.68
6/21/2012	9/4/2013	200	CVR ENERGY INC COM	4,892 54	8,656 74		3,764 20
9/22/2011	9/4/2013	800	GAMESTOP CORP NEW CL A	18,115 21	39,826.90		21,711 69
6/10/2013	9/4/2013	100	FLIR SYS INC COM	2,443 41	3,171.61	728 20	
6/10/2013	9/4/2013	100	FLIR SYS INC COM	2,435 46	3,171 61	736 15	
1/15/2010	9/4/2013	200	ASHLAND INC NEW COM	8,085.12	17,536 95		9,451 83
9/26/2011	9/4/2013	30000	SIMON PPTY GROUP LP	40,324 50	40,557.90		233 40
			10.350% Due 04-01-19				
11/8/2012	9/4/2013	200000	AMER HONDA FIN CORP MTN BE1	200,000 00	200,414.00	414 00	
			0 000% Due 11-03-14				
1/30/2012	9/5/2013	100	UGI CORP NEW COM	2,663 39	3,836.96		1,173 57
6/21/2012	9/5/2013	300	CVR ENERGY INC COM	7,338 81	12,918.31		5,579.50
6/22/2012	9/5/2013	200	CVR ENERGY INC COM	4,966.36	8,612.21		3,645 85
6/10/2013	9/5/2013	200	FLIR SYS INC COM	4,870.92	6,387.72	1,516 80	
1/15/2010	9/5/2013	100	ASHLAND INC NEW COM	4,042 56	8,787.70		4,745 14
6/11/2013	9/5/2013	103000	UNITED STATES TREAS NTS	100,425 41	94,417.60	(6,007 81)	
			1 750% Due 05-15-22				

6/19/2013	9/5/2013	50000 UNITED STATES TREAS NTS 1 750% Due 05-15-22	48,314 65	45,833 78	(2,480 87)	
1/31/2012	9/6/2013	200 UGI CORP NEW COM	5,348 22	7,703 09		2,354 87
2/1/2012	9/6/2013	100 UGI CORP NEW COM	2,728 97	3,851 55		1,122 58
6/25/2012	9/6/2013	200 CVR ENERGY INC COM	4,992 43	8,538 65		3,546 22
6/10/2013	9/6/2013	500 FLIR SYS INC COM	12,177 30	15,881.22	3,703 92	
1/15/2010	9/6/2013	100 ASHLAND INC NEW COM	4,042 56	8,776 65		4,734 09
6/25/2012	9/9/2013	100 CVR ENERGY INC COM	2,496 22	4,169 56		1,673 34
2/1/2012	9/9/2013	100 UGI CORP NEW COM	2,728 97	3,819 55		1,090 58
2/2/2012	9/9/2013	100 UGI CORP NEW COM	2,746 25	3,819 55		1,073 30
2/2/2012	9/9/2013	100 UGI CORP NEW COM	2,743 37	3,819 55		1,076 18
6/10/2013	9/9/2013	400 FLIR SYS INC COM	9,741 84	12,789 85	3,048 01	
1/15/2010	9/9/2013	100 ASHLAND INC NEW COM	4,042 56	8,824 02		4,781 46
6/25/2012	9/10/2013	200 CVR ENERGY INC COM	4,992 43	8,247 73		3,255 30
2/3/2012	9/10/2013	300 UGI CORP NEW COM	8,313 25	11,542 79		3,229 54
6/10/2013	9/10/2013	900 FLIR SYS INC COM	21,919 14	29,040 50	7,121 36	
1/15/2010	9/10/2013	100 ASHLAND INC NEW COM	4,042 56	8,913 53		4,870 97
1/15/2010	9/10/2013	200 ASHLAND INC NEW COM	8,085 12	17,824 68		9,739 56
4/1/2011	9/10/2013	160.14 CVS CAREMARK CORP 8 353% Due 07-10-31	191 24	160 14		(31 10)
3/2/2010	9/10/2013	307 34 CVS CAREMARK CORPORATION 7 507% Due 01-10-32	332 73	307 34		(25 39)
3/19/2010	9/10/2013	49 96 CVS CAREMARK CORPORATION 7 507% Due 01-10-32	54 59	49 96		(4 63)
2/6/2012	9/11/2013	200 UGI CORP NEW COM	5,532 22	7,731.00		2,198 78
1/15/2010	9/11/2013	100 ASHLAND INC NEW COM	4,042 56	8,891 30		4,848.74
6/19/2013	9/11/2013	105000 UNITED STATES TREAS NTS 1 750% Due 05-15-22	101,460 77	96,579 07	(4,881 70)	
6/21/2013	9/11/2013	171000 UNITED STATES TREAS NTS 1 750% Due 05-15-22	163,011 78	157,285 92	(5,725 86)	
6/11/2012	9/12/2013	400 KEMET CORP COM NEW	2,301 89	1,648 45		(653 44)
8/20/2012	9/12/2013	200 CECO ENVIRONMENTAL CP COM	1,808 20	2,638 71		830 51
4/4/2013	9/12/2013	200 MAXWELL TECHNOLOGIES COM	995 95	1,769 04	773 09	
6/11/2012	9/12/2013	300 CONSOLIDATED WATER CO ORD	2,414 14	4,158 43		1,744 29
6/12/2012	9/12/2013	400 CONSOLIDATED WATER CO ORD	3,203 60	5,544 58		2,340 98
6/13/2012	9/12/2013	300 CONSOLIDATED WATER CO ORD	2,354 81	4,158 44		1,803 63
6/2/2010	9/12/2013	600 SCICLONE PHARMACEUTCLS COM	2,064 78	3,131 72		1,066 94
10/5/2007	9/12/2013	715 SPEED COMM INC COM	2,695 55	2,695 83		0.28
10/9/2007	9/12/2013	4185 SPEED COMM INC COM	15,757 36	15,779 09		21 73
6/25/2012	9/12/2013	100 CVR ENERGY INC COM	2,496 22	3,995.18		1,498 96
8/20/2012	9/13/2013	600 CECO ENVIRONMENTAL CP COM	5,424 60	7,916 04		2,491 44
6/13/2012	9/13/2013	300 CONSOLIDATED WATER CO ORD	2,354 81	4,166 75		1,811 94
6/18/2012	9/13/2013	200 CONSOLIDATED WATER CO ORD	1,603 58	2,777.84		1,174 26
6/21/2012	9/13/2013	100 CONSOLIDATED WATER CO ORD	799 61	1,388 92		589 31
4/4/2013	9/13/2013	800 MAXWELL TECHNOLOGIES COM	3,983 79	7,171 71	3,187 92	
9/28/2010	9/13/2013	800 FIVE STAR QUALITY CARE COM	3,976 00	4,187 84		211 84
7/30/2009	9/13/2013	200 WILLIS LEASE FINANCE COM	2,799 90	2,975 56		175 66
6/27/2012	9/13/2013	200 CVR ENERGY INC COM	5,101 48	8,102 71		3,001 23
6/29/2012	9/13/2013	100 CVR ENERGY INC COM	2,659.24	4,051 36		1,392 12
7/5/2012	9/13/2013	100 CVR ENERGY INC COM	2,737 92	4,051 36		1,313 44
6/10/2013	9/13/2013	300 FLIR SYS INC COM	7,306 38	9,526 86	2,220 48	
4/20/2010	9/15/2013	9847 23 FHLMC PC 1YR LIBOR VR 3 611% Due 03-01-40	10,085 33	9,847 23		(238 10)
7/19/2010	9/15/2013	405 16 FHLMC PC 1YR LIBOR VR 3 504% Due 04-01-40	417 54	405.16		(12 38)
5/5/2010	9/15/2013	8481 08 FHLMC PC 1YR LIBOR VR 3 356% Due 04-01-40	8,707 02	8,481 08		(225 94)
2/12/2013	9/15/2013	1428 13 FHLMC PC GUAR ADJ 30YR 2 412% Due 04-01-35	1,528 77	1,428 13	(100.64)	
5/2/2012	9/15/2013	1276 74 FHLMC PC GOLD COMB 30 5 000% Due 11-01-35	1,384 27	1,276 74		(107 53)
4/12/2012	9/15/2013	2451 48 FHLMC PC GOLD COMB 30 5 000% Due 08-01-35	2,642 62	2,451 48		(191 14)
7/12/2012	9/15/2013	3041 3 FHLMC PC GOLD COMB 30 4 500% Due 11-01-39	3,250 86	3,041.30		(209 56)
3/8/2011	9/15/2013	26.25 FHLMC PC II HYBRD ARM 2 126% Due 01-01-36	27 43	26 25		(1 18)
5/14/2012	9/15/2013	7151.26 FHLMC PC GOLD COMB 30 4 500% Due 08-01-39	7,619.45	7,151 26		(468 19)
8/7/2012	9/15/2013	3368 62 FHLMC PC GOLD COMB 30 4 500% Due 08-01-39	3,642 32	3,368 62		(273 70)
5/18/2010	9/15/2013	2184 89 FHLMC PC GUAR ADJ 30YR 3 595% Due 05-01-40	2,262 56	2,184 89		(77 67)

6/4/2012	9/15/2013	2846 06 FHLMC PC	GUAR ADJ 30YR	3,027 50	2,846 06		(181.44)
		2 365% Due 07-01-36					
2/13/2013	9/15/2013	3373 08 FHLMC PC	GUAR ADJ 30YR	3,607 09	3,373 08	(234 01)	
		2 360% Due 03-01-35					
3/22/2012	9/15/2013	1750 83 FHLMC PC	GUAR ADJ 30YR	1,854 79	1,750 83		(103 96)
		2 356% Due 09-01-35					
4/2/2012	9/15/2013	10920 77 FHLMC REMIC SERIES 3117		11,806 38	10,920 77		(885 61)
		5 000% Due 08-15-34					
7/21/2010	9/16/2013	200 HI-TECH PHARMACAL INC COM		3,816 52	8,593 97		4,777 45
3/16/2004	9/16/2013	200 PERCEPTON INC COM		1,475 00	2,080 04		605 04
8/15/2012	9/16/2013	1200 SCICLONE PHARMACEUTCLS COM		5,747 96	6,255 21		507 25
6/21/2012	9/16/2013	200 CONSOLIDATED WATER CO ORD		1,599 23	2,796 66		1,197 43
6/22/2012	9/16/2013	100 CONSOLIDATED WATER CO ORD		807 49	1,398 33		590 84
7/30/2009	9/16/2013	200 WILLIS LEASE FINANCE COM		2,799.90	3 073 50		273 60
4/4/2013	9/16/2013	200 MAXWELL TECHNOLOGIES COM		995 95	1,792 73	796 78	
4/5/2013	9/16/2013	400 MAXWELL TECHNOLOGIES COM		1,996 04	3,585 47	1,589 43	
6/11/2012	9/16/2013	500 KEMET CORP COM NEW		2,877 37	2,071 66		(805 71)
6/10/2013	9/16/2013	100 FLIR SYS INC COM		2,435 46	3,181 41	745 95	
6/11/2013	9/16/2013	300 FLIR SYS INC COM		7,259 62	9,544 21	2,284 59	
6/12/2013	9/16/2013	300 FLIR SYS INC COM		7,156 00	9,544.22	2,388 22	
2/12/2013	9/17/2013	100 NATURAL GAS SRVCS GP COM		1,853 92	2,694 09	840 17	
2/20/2013	9/17/2013	300 NATURAL GAS SRVCS GP COM		5,601 85	8,082 29	2,480 44	
2/21/2013	9/17/2013	200 NATURAL GAS SRVCS GP COM		3,564 49	5,388 19	1,823 70	
3/16/2004	9/17/2013	300 PERCEPTON INC COM		2,212 50	3,110 33		897 83
6/11/2012	9/17/2013	900 KEMET CORP COM NEW		5,179 26	3,722 86		(1,456 40)
6/22/2012	9/17/2013	100 CONSOLIDATED WATER CO ORD		807 49	1,396 48		588 99
6/26/2012	9/17/2013	300 CONSOLIDATED WATER CO ORD		2,399 92	4,189 46		1,789 54
7/30/2009	9/17/2013	200 WILLIS LEASE FINANCE COM		2,799 90	3,077 88		277.98
4/5/2013	9/17/2013	100 MAXWELL TECHNOLOGIES COM		499 01	923 83	424 82	
4/9/2013	9/17/2013	1100 MAXWELL TECHNOLOGIES COM		5,687 10	10,162 13	4,475 03	
4/10/2013	9/17/2013	800 MAXWELL TECHNOLOGIES COM		4,172 00	7,390 64	3,218 64	
4/11/2013	9/17/2013	1400 MAXWELL TECHNOLOGIES COM		7,458 73	12,933 61	5,474 88	
2/6/2012	9/17/2013	200 UGI CORP NEW COM		5,568 67	7,682 24		2,113 57
6/12/2013	9/17/2013	100 FLIR SYS INC COM		2,400 53	3,180 24	779 71	
6/13/2013	9/17/2013	200 FLIR SYS INC COM		4,791 82	6,360 49	1,568 67	
6/13/2013	9/17/2013	200 FLIR SYS INC COM		4,805 00	6,360 49	1,555 49	
6/27/2012	9/18/2013	600 CONSOLIDATED WATER CO ORD		4,788 94	8,547 77		3,758 83
6/11/2012	9/18/2013	800 KEMET CORP COM NEW		4,603 79	3,352 34		(1,251 45)
4/11/2013	9/18/2013	100 MAXWELL TECHNOLOGIES COM		532 77	1,005 61	472 84	
4/12/2013	9/18/2013	2200 MAXWELL TECHNOLOGIES COM		11,458 36	22,123 36	10,665 00	
2/21/2013	9/18/2013	200 NATURAL GAS SRVCS GP COM		3,564 49	5,463 90	1,899 41	
6/15/2004	9/18/2013	612 NEWBRIDGE BANCORP COM		8,236 26	4,449 14		(3,787.12)
7/30/2009	9/18/2013	200 WILLIS LEASE FINANCE COM		2,799 90	3,092 20		292 30
7/5/2012	9/18/2013	100 CVR ENERGY INC COM		2,737 92	4,003 54		1,265 62
2/6/2012	9/18/2013	100 UGI CORP NEW COM		2,784 33	3,904 29		1,119 96
2/7/2012	9/18/2013	200 UGI CORP NEW COM		5,527 76	7,808 59		2,280 83
2/7/2012	9/18/2013	300 UGI CORP NEW COM		8,317.00	11,712 89		3,395 89
6/13/2013	9/18/2013	200 FLIR SYS INC COM		4,805.00	6,355 38	1,550 38	
6/14/2013	9/18/2013	200 FLIR SYS INC COM		4,861 57	6,355 39	1,493 82	
2/8/2012	9/18/2013	300 UGI CORP NEW COM		8,269 30	11,577.79		3,308 49
2/8/2012	9/18/2013	200 UGI CORP NEW COM		5,496 08	7,718 53		2,222 45
2/9/2012	9/18/2013	100 UGI CORP NEW COM		2,740 10	3,859 27		1,119 17
8/16/2013	9/18/2013	215000 UNITED STATES TREAS NTS		209,616.45	210,707 68	1,091 23	
		0 750% Due 12-31-17					
8/15/2012	9/19/2013	600 SCICLONE PHARMACEUTCLS COM		2,873 98	3,099 74		225 76
7/11/2012	9/19/2013	800 CONSOLIDATED WATER CO ORD		6,802 00	11,526 75		4,724 75
6/14/2013	9/19/2013	100 FLIR SYS INC COM		2,430 78	3,208 84	778 06	
6/17/2013	9/19/2013	100 FLIR SYS INC COM		2,473.01	3,208 84	735 83	
2/9/2012	9/19/2013	200 UGI CORP NEW COM		5,480 21	7,925 41		2,445 20
2/9/2012	9/19/2013	100 UGI CORP NEW COM		2,750 63	3,962 71		1,212 08
7/21/2010	9/20/2013	400 HI-TECH PHARMACAL INC COM		7,633.04	17,211 70		9,578 66
7/18/2012	9/20/2013	200 CONSOLIDATED WATER CO ORD		1,708.16	2,951 16		1,243 00
6/11/2012	9/20/2013	400 KEMET CORP COM NEW		2,301.89	1,693 96		(607 93)
6/12/2012	9/20/2013	800 KEMET CORP COM NEW		4,500.51	3,387.91		(1,112 60)
2/21/2013	9/20/2013	200 NATURAL GAS SRVCS GP COM		3,564.49	5,567.66	2,003 17	
2/9/2012	9/20/2013	100 UGI CORP NEW COM		2,750 63	3,959 76		1,209.13
2/10/2012	9/20/2013	400 UGI CORP NEW COM		10,854.52	15,839 06		4,984 54
2/13/2012	9/20/2013	100 UGI CORP NEW COM		2,727 21	3,959 76		1,232 55
8/15/2012	9/23/2013	600 SCICLONE PHARMACEUTCLS COM		2,873 98	3,077 18		203 20
7/18/2012	9/23/2013	200 CONSOLIDATED WATER CO ORD		1,708 16	2,989 19		1,281 03
7/19/2012	9/23/2013	400 CONSOLIDATED WATER CO ORD		3,369.39	5,978 39		2,609 00
6/15/2004	9/23/2013	900 NEWBRIDGE BANCORP COM		12,112.15	6,570 87		(5,541.28)
6/17/2013	9/23/2013	100 FLIR SYS INC COM		2,473 01	3,116 63	643 62	

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2/13/2012	9/23/2013	100 UGI CORP NEW COM	2,727 21	3,941 23		1,214.02
11/1/2012	9/23/2013	870 DISNEY WALT CO DEL	43,462 41	56,382 86	12,920.45	
8/15/2012	9/24/2013	500 SCICLONE PHARMACEUTCLS COM	2,394 98	2,563 75		168 77
9/28/2010	9/24/2013	1500 FIVE STAR QUALITY CARE COM	7,455 00	7,926 36		471 36
6/15/2004	9/24/2013	500 NEWBRIDGE BANCORP COM	6,728 97	3,682 18		(3,046 79)
6/17/2013	9/24/2013	100 FLIR SYS INC COM	2,473 01	3,146 61	673 60	
6/27/2013	9/24/2013	100 FLIR SYS INC COM	2,683 96	3,146 62	462 66	
7/6/2012	9/24/2013	23148 15 PIMCO FDS PAC INVT TOTAL RETI	263,197 36	249,950 05		(13,247 31)
10/16/2012	9/24/2013	22976 27 GE EQUIP TRANS LLC 2012-2 0 470% Due 04-24-15	22,974 54	22,976 27	1 73	
11/9/2004	9/25/2013	3400 STAPLES INC COM	68,000.00	50,252 06		(17,747 94)
8/16/2007	9/25/2013	6000 STAPLES INC COM	136,933.80	88,680 11		(48,253 69)
7/9/2008	9/25/2013	2600 STAPLES INC COM	57,950.88	38,428 04		(19,522 84)
3/22/2011	9/25/2013	350 STAPLES INC COM	6,957.44	5,173.01		(1,784 43)
3/16/2004	9/25/2013	1200 PERCEPTON INC COM	8,850 00	12,620.02		3,770 02
7/21/2010	9/25/2013	700 HI-TECH PHARMACAL INC COM	13,357 82	30,146.53		16,788 71
6/12/2012	9/25/2013	600 KEMET CORP COM NEW	3,375 39	2,544.81		(830 58)
6/13/2012	9/25/2013	2200 KEMET CORP COM NEW	12,174 02	9,330 98		(2,843 04)
2/22/2013	9/25/2013	200 NATURAL GAS SRVCS GP COM	3,581 44	5,625 54	2,044 10	
7/5/2012	9/25/2013	100 CVR ENERGY INC COM	2,737 92	3,961.45		1,223 53
7/6/2012	9/25/2013	200 CVR ENERGY INC COM	5,462 75	7,922 89		2,460 14
2/12/2013	9/25/2013	8447 18 DBRR CMBS RE-REMIC TR 2012-E 0 946% Due 09-25-45	8,473 58	8,447 18	(26 40)	
5/3/2013	9/25/2013	2346 77 FNMA REMIC TRUST 2013-52 1 250% Due 06-25-43	2,350 81	2,346 77	(4 04)	
5/8/2013	9/25/2013	1668 82 FNMA REMIC TRUST 2013-52 1.250% Due 06-25-43	1,670 90	1,668.82	(2 08)	
5/13/2013	9/25/2013	1077 78 FNMA REMIC TRUST 2013-52 1 250% Due 06-25-43	1,078.45	1,077 78	(0 67)	
1/24/2013	9/25/2013	6255 35 FNMA REMIC TRUST 2009-87 4 500% Due 09-25-39	6,769 46	6,255 35	(514 11)	
8/28/2013	9/25/2013	80 68 FNMA PASS-THRU ADJ LIBOR 2 266% Due 07-01-35	84 66	80 68	(3 98)	
6/14/2013	9/25/2013	3994 34 FNMA PASS-THRU INT 15 YEAR 3 000% Due 01-01-27	4,167 22	3,994.34	(172 88)	
8/15/2012	9/27/2013	1400 SCICLONE PHARMACEUTCLS COM	6,705 95	7,231 79		525 84
8/29/2012	9/27/2013	1200 CECO ENVIRONMENTAL CP COM	10,831 64	15,739 85		4,908 21
3/3/2010	9/30/2013	299 0333 THE COLCHESTER GLOBAL BOND	9,797 70	9,579 00		(218 70)
1/11/2011	9/30/2013	288 8256 THE EDGBASTON ASIAN EQUITY 1	5,920 26	5,775 00		(145 26)
7/21/2010	10/1/2013	300 HI-TECH PHARMACAL INC COM	5,724.78	12,938 55		7,213 77
7/30/2009	10/1/2013	200 WILLIS LEASE FINANCE COM	2,799 90	3,132 22		332 32
7/30/2009	10/1/2013	300 WILLIS LEASE FINANCE COM	4,199 85	4,741 47		541 62
6/15/2004	10/1/2013	400 NEWBRIDGE BANCORP COM	5,383 18	2,916 19		(2,466 99)
4/21/2005	10/1/2013	5100 MOD PAC CORP COM	64,290 60	47,175 00		(17,115 60)
6/21/2013	10/1/2013	84000 UNITED STATES TREAS NTS 1 750% Due 05-15-22	80,084 79	79,373 10	(711 69)	
6/24/2013	10/1/2013	141000 UNITED STATES TREAS NTS 1 750% Due 05-15-22	132,968 48	133,233 42	264 94	
6/25/2013	10/1/2013	57000 UNITED STATES TREAS NTS 1 750% Due 05-15-22	53,897 94	53,860 32	(37 62)	
10/17/2012	10/1/2013	2583 05 FNMA REMIC TRUST 2011-106 3 000% Due 02-25-36	2,641.98	2,583 05	(58 93)	
4/15/2013	10/1/2013	3280 5 FNMA REMIC TRUST 2013-M5 0 595% Due 08-25-15	3,280 50	3,280 50	-	
9/13/2012	10/1/2013	636 52 FHLMC REMIC SERIES 3724 2 250% Due 07-15-38	653.43	636 52		(16 91)
5/16/2011	10/1/2013	3012 61 FHLMC REMIC SERIES 3842 4 000% Due 04-15-41	3,130 52	3,012 61		(117 91)
11/3/2011	10/1/2013	446 31 FHLMC REMIC SERIES 3842 4 000% Due 04-15-41	474 73	446 31		(28 42)
10/23/2012	10/1/2013	2098 1 FNMA REMIC TRUST 2011-61 2 000% Due 07-25-26	2,215.46	2,098 10	(117.36)	
3/16/2011	10/1/2013	107 61 NCUA GUARN NTS TR 2010-C1 2 650% Due 10-29-20	106 66	107 61		0 95
5/6/2013	10/1/2013	3133 52 FNMA PASS-THRU INT 15 YEAR 5.000% Due 03-01-25	3,373 44	3,133 52	(239 92)	
12/12/2012	10/1/2013	2448 68 FNMA PASS-THRU LNG 30 YEAR 5 000% Due 07-01-34	2,671.36	2,448 68	(222.68)	
8/28/2013	10/1/2013	3857 15 FNMA PASS-THRU ADJ LIBOR 2 266% Due 07-01-35	4,047.60	3,857 15	(190 45)	
10/21/2010	10/1/2013	694 53 FNMA PASS-THRU ADJ LIBOR 2 071% Due 07-01-35	722 09	694 53		(27 56)
2/23/2011	10/1/2013	814 41 FNMA PASS-THRU ADJ LIBOR	851 06	814 41		(36 65)

			2 071% Due 07-01-35				
3/9/2010	10/1/2013	185 75	FNMA PASS-THRU MEGA MULTI ;	192 66	185 75		(6 91)
			4.742% Due 02-01-20				
3/16/2012	10/1/2013	172.85	FNMA PASS-THRU MEGA MULTI ;	193 05	172 85		(20.20)
			4 651% Due 07-01-19				
4/5/2011	10/1/2013	3975 99	FNMA PASS-THRU ADJ LIBOR	4,147.76	3,975 99		(171 77)
			3 795% Due 05-01-40				
6/13/2012	10/2/2013	400	KEMET CORP COM NEW	2,213 46	1,778 95		(434 51)
6/14/2012	10/2/2013	600	KEMET CORP COM NEW	3,310 30	2,668 42		(641 88)
6/21/2012	10/2/2013	1200	KEMET CORP COM NEW	7,129 84	5,336 85		(1,792 99)
6/25/2013	10/2/2013	72000	UNITED STATES TREAS NTS	68,081 61	68,211 27	129 66	
			1 750% Due 05-15-22				
8/1/2013	10/2/2013	38000	UNITED STATES TREAS NTS	36,041 80	36,000 40		(41 40)
			1 750% Due 05-15-22				
3/22/2011	10/3/2013	6650	STAPLES INC COM	132,191 36	100,415 09		(31,776.27)
6/3/2011	10/3/2013	5000	STAPLES INC COM	79,789 50	75,500 06		(4,289 44)
3/19/2013	10/3/2013	700	STAPLES INC COM	9,386 47	10,570.00	1,183 53	
7/30/2009	10/3/2013	200	WILLIS LEASE FINANCE COM	2,799 90	3,162 20		362 30
3/16/2004	10/3/2013	11	PERCEPTRON INC COM	81 12	115 22		34 09
3/19/2004	10/3/2013	489	PERCEPTRON INC COM	3,638 16	5,122 18		1,484 02
7/19/2010	10/3/2013	16406 27	FHLMC PC 1YR LIBOR VR	16,907 43	17,062 52		155 09
			3 504% Due 04-01-40				
4/20/2010	10/3/2013	108631 9	FHLMC PC 1YR LIBOR VR	111,258 58	113,791 91		2,533 33
			3 611% Due 03-01-40				
5/18/2010	10/3/2013	18424 42	FHLMC PC GUAR ADJ 30YR	19,079 35	19,230 48		151 13
			3 595% Due 05-01-40				
4/25/2013	10/3/2013	303 97	CSFB COML MTG PTC 2007-C3	350 16	303 97		(46 19)
			5 869% Due 06-17-39				
5/14/2012	10/4/2013	104725 5	FHLMC PC GOLD COMB 30	111,581 71	111,598 08		16 37
			4 500% Due 08-01-39				
1/4/2013	10/7/2013	1260	CITIGROUP INC COM	52,885 14	60,986 84	8,101 70	
4/24/2013	10/7/2013	670	SANOFI SHS	73,696 76	67,784 78	(5,911 98)	
5/15/2012	10/8/2013	6600	KASIKORNBANK PUBLIC CO SHS F	32,273 26	37,866 92		5,593 66
8/10/2011	10/9/2013	435	COACH INC COM	23,022 77	23,245 66		222 89
8/1/2012	10/9/2013	445	COACH INC COM	22,230 35	23,780 04		1,549 69
3/2/2010	10/10/2013	309 27	CVS CAREMARK CORPORATION	334 83	309 27		(25 56)
			7 507% Due 01-10-32				
3/19/2010	10/10/2013	50 28	CVS CAREMARK CORPORATION	54 93	50 28		(4 65)
			7 507% Due 01-10-32				
4/1/2011	10/10/2013	161 26	CVS CAREMARK CORP	192 58	161 26		(31 32)
			8 353% Due 07-10-31				
7/30/2009	10/11/2013	300	WILLIS LEASE FINANCE COM	4,199 85	4,764 24		564 39
7/6/2012	10/11/2013	100	CVR ENERGY INC COM	2,731 37	3,889 50		1,158 13
7/9/2012	10/11/2013	100	CVR ENERGY INC COM	2,731.43	3,889 49		1,158 06
7/10/2012	10/11/2013	100	CVR ENERGY INC COM	2,741 34	3,889 50		1,148 16
3/8/2012	10/11/2013	3543 75	CONTINENTAL AIRLN PT TR 2012-	3,543 75	3,543 75		-
			4 150% Due 10-11-25				
9/28/2010	10/14/2013	300	FIVE STAR QUALITY CARE COM	1,491 00	1,593 47		102 47
2/22/2013	10/14/2013	200	NATURAL GAS SRVCS GP COM	3,581 44	5,373 70	1,792 26	
7/10/2012	10/14/2013	100	CVR ENERGY INC COM	2,741.34	3,832 28		1,090 94
7/13/2012	10/14/2013	100	CVR ENERGY INC COM	2,816 44	3,832 27		1,015 83
7/16/2012	10/14/2013	100	CVR ENERGY INC COM	2,809 09	3,832 28		1,023 19
5/20/2009	10/14/2013	700	SAFEWAY INC COM NEW	13,899 13	23,344 53		9,445 40
12/9/2008	10/14/2013	200	ENDO PHARMACEUTC HLDGS CO	4,501 20	8,891 19		4,389 99
2/25/2013	10/15/2013	200	NATURAL GAS SRVCS GP COM	3,517 58	5,395 82	1,878 24	
3/6/2013	10/15/2013	200	NATURAL GAS SRVCS GP COM	3,460 82	5,395 83	1,935 01	
7/16/2012	10/15/2013	100	CVR ENERGY INC COM	2,809 09	3,881 84		1,072 75
7/17/2012	10/15/2013	100	CVR ENERGY INC COM	2,847 63	3,881 84		1,034 21
5/20/2009	10/15/2013	1200	SAFEWAY INC COM NEW	23,827 08	39,459 47		15,632 39
12/9/2008	10/15/2013	400	ENDO PHARMACEUTC HLDGS CO	9,002.40	17,758 69		8,756 29
7/6/2012	10/15/2013	15059 09	PIMCO FDS PAC INVT TOTAL RETI	171,223 72	162,780 60		(8,443 12)
7/31/2012	10/15/2013	1849 25	PIMCO FDS PAC INVT TOTAL RETI	21,210 90	19,989.39		(1,221 51)
8/31/2012	10/15/2013	1808 38	PIMCO FDS PAC INVT TOTAL RETI	20,796 37	19,547 61		(1,248 76)
9/10/2012	10/15/2013	73790 22	PIMCO FDS PAC INVT TOTAL RETI	848,596 96	797,632 45		(50,964 51)
4/20/2010	10/15/2013	10331.82	FHLMC PC 1YR LIBOR VR	10,581 64	10,331 82		(249 82)
			3.611% Due 03-01-40				
7/19/2010	10/15/2013	2576 49	FHLMC PC 1YR LIBOR VR	2,655 19	2,576 49		(78 70)
			3.504% Due 04-01-40				
5/5/2010	10/15/2013	5491 11	FHLMC PC 1YR LIBOR VR	5,637 40	5,491 11		(146 29)
			3 356% Due 04-01-40				
2/12/2013	10/15/2013	1224 23	FHLMC PC GUAR ADJ 30YR	1,310 50	1,224.23	(86 27)	
			2 412% Due 04-01-35				
5/2/2012	10/15/2013	1688 48	FHLMC PC GOLD COMB 30	1,830.68	1,688 48		(142 20)

			5 000% Due 11-01-35				
4/12/2012	10/15/2013	2027 25	FHLMC PC GOLD COMB 30	2,185 31	2,027 25		(158 06)
			5 000% Due 08-01-35				
7/12/2012	10/15/2013	2293 91	FHLMC PC GOLD COMB 30	2,451 97	2,293 91		(158 06)
			4 500% Due 11-01-39				
3/8/2011	10/15/2013	1094 99	FHLMC PC II HYBRD ARM	1,144 26	1,094 99		(49 27)
			2 126% Due 01-01-36				
5/14/2012	10/15/2013	1040 72	FHLMC PC GOLD COMB 30	1,108 86	1,040 72		(68 14)
			4.500% Due 08-01-39				
8/7/2012	10/15/2013	2150.3	FHLMC PC GOLD COMB 30	2,325 01	2,150 30		(174 71)
			4.500% Due 08-01-39				
5/18/2010	10/15/2013	1540 18	FHLMC PC GUAR ADJ 30YR	1,594.93	1,540 18		(54 75)
			3 595% Due 05-01-40				
6/4/2012	10/15/2013	1543 28	FHLMC PC GUAR ADJ 30YR	1,541 66	1,543 26		(98 38)
			2 365% Due 07-01-36				
2/13/2013	10/15/2013	2690 68	FHLMC PC GUAR ADJ 30YR	2,877 35	2,690 68	(186 67)	
			2 360% Due 03-01-35				
3/22/2012	10/15/2013	2009 13	FHLMC PC GUAR ADJ 30YR	2,128 42	2,009 13		(119 29)
			2 356% Due 09-01-35				
4/2/2012	10/15/2013	8787 78	FHLMC REMIC SERIES 3117	9,500 41	8,787.78		(712 63)
			5 000% Due 08-15-34				
11/17/2011	10/15/2013	1700	BALL CORP COM	58,062 59	76,869 66		18,807 07
6/15/2004	10/16/2013	400	NEWBRIDGE BANCORP COM	5,383.18	2,900 39		(2,482 79)
6/25/2013	10/16/2013	200	WASHINGTON BKG OAK HBR COM	2,719 76	2,870 62	150 86	
6/25/2013	10/16/2013	35	WASHINGTON BKG OAK HBR COM	476 04	502 36	26 32	
7/17/2012	10/16/2013	100	CVR ENERGY INC COM	2,847 63	3,935 89		1,088 26
7/18/2012	10/16/2013	100	CVR ENERGY INC COM	2,896 88	3,935 89		1,039 01
5/20/2009	10/16/2013	600	SAFEWAY INC COM NEW	11,913 54	19,816 59		7,903 05
12/9/2008	10/16/2013	200	ENDO PHARMACEUTC HLDGS CO	4,501.20	8,920 42		4,419 22
8/1/2013	10/16/2013	186000	UNITED STATES TREAS NTS	176,507 57	175,674 80	(832 77)	
			1 750% Due 05-15-22				
8/5/2013	10/16/2013	16000	UNITED STATES TREAS NTS	15,110 32	15,111 81	1 49	
			1 750% Due 05-15-22				
8/6/2013	10/16/2013	16000	UNITED STATES TREAS NTS	15,109 69	15,111 81	2 12	
			1 750% Due 05-15-22				
8/6/2013	10/16/2013	7000	UNITED STATES TREAS NTS	6,610 50	6,611 42	0 92	
			1 750% Due 05-15-22				
8/6/2013	10/16/2013	57000	UNITED STATES TREAS NTS	53,848 34	53,835 83	(12 51)	
			1 750% Due 05-15-22				
8/6/2013	10/16/2013	49000	UNITED STATES TREAS NTS	46,290 68	46,279 92	(10 76)	
			1 750% Due 05-15-22				
10/23/2012	10/16/2013	105549 3	FNMA REMIC TRUST 2011-61	111,453 49	112,030 72	577.23	
			2 000% Due 07-25-26				
10/17/2012	10/16/2013	118986 6	FNMA REMIC TRUST 2011-106	121,700 95	122,848 99	1,148 04	
			3 000% Due 02-25-36				
3/6/2013	10/17/2013	200	NATURAL GAS SRVCS GP COM	3,464 83	5,516 16	2,051 33	
7/18/2012	10/17/2013	100	CVR ENERGY INC COM	2,896 88	4,010 22		1,113 34
7/19/2012	10/17/2013	100	CVR ENERGY INC COM	2,880 16	4,010 22		1,130 06
5/20/2009	10/17/2013	800	SAFEWAY INC COM NEW	15,884.72	26,570 57		10,685 85
12/9/2008	10/17/2013	100	ENDO PHARMACEUTC HLDGS CO	2,250 60	4,427 85		2,177 25
12/9/2008	10/17/2013	300	ENDO PHARMACEUTC HLDGS CO	6,751 80	13,318 01		6,566 21
12/17/2007	10/18/2013	400	SAGA COMMUNICATIONS CL A	7,672 58	18,935.63		11,263 05
3/6/2013	10/18/2013	400	NATURAL GAS SRVCS GP COM	6,929 67	11,621.37	4,691 70	
3/7/2013	10/18/2013	200	NATURAL GAS SRVCS GP COM	3,384 44	5,810 68	2,426 24	
5/20/2009	10/18/2013	400	SAFEWAY INC COM NEW	7,942 36	13,365 64		5,423 28
12/9/2008	10/18/2013	300	ENDO PHARMACEUTC HLDGS CO	6,751 80	13,368 59		6,616 79
7/23/2012	10/18/2013	200	CVR ENERGY INC COM	5,580.42	8,185 91		2,605 49
7/23/2012	10/18/2013	100	CVR ENERGY INC COM	2,806 17	4,092 95		1,286.78
3/7/2013	10/21/2013	200	NATURAL GAS SRVCS GP COM	3,384.44	6,030 53	2,646 09	
3/8/2013	10/21/2013	300	NATURAL GAS SRVCS GP COM	5,199.25	9,045 80	3,846 55	
3/11/2013	10/21/2013	300	NATURAL GAS SRVCS GP COM	5,204 20	9,045 80	3,841 60	
7/21/2006	10/21/2013	400	VIA SYSTEMS GP INC COM PAR\$ 0	38,761 80	6,316 24		(32,445 56)
7/23/2012	10/21/2013	200	CVR ENERGY INC COM	5,612 34	8,242 05		2,629 71
5/20/2009	10/21/2013	300	SAFEWAY INC COM NEW	5,956 77	9,890 69		3,933 92
12/9/2008	10/21/2013	100	ENDO PHARMACEUTC HLDGS CO	2,250 60	4,434 55		2,183 95
12/2/2011	10/22/2013	200	VIRGINIA COMM BANCORP COM	1,307 82	3,242 98		1,935 16
7/23/2012	10/22/2013	100	CVR ENERGY INC COM	2,806 17	4,108 18		1,302 01
7/24/2012	10/22/2013	100	CVR ENERGY INC COM	2,750 27	4,108 18		1,357 91
7/25/2012	10/22/2013	100	CVR ENERGY INC COM	2,717 08	4,108 19		1,391 11
5/20/2009	10/22/2013	400	SAFEWAY INC COM NEW	7,942 36	13,189 17		5,246 81
12/9/2008	10/22/2013	100	ENDO PHARMACEUTC HLDGS CO	2,250 60	4,529.28		2,278 68
9/10/2012	10/22/2013	45871 56	PIMCO FDS PAC INVT TOTAL RETI	527,528 80	499,950.05		(27,578 75)
4/19/2012	10/22/2013	13670 3	GE EQUIP TRANS LLC 2012-1	13,723 17	13,670 30		(52 87)

			0 990% Due 11-23-15				
7/25/2012	10/23/2013	200	CVR ENERGY INC COM	5,446.00	8,333.41		2,887.41
7/26/2012	10/23/2013	200	CVR ENERGY INC COM	5,545.80	8,333.41		2,787.61
5/20/2009	10/23/2013	700	SAFEWAY INC COM NEW	13,899.13	25,062.02		11,162.89
8/1/2012	10/24/2013	100	CVR ENERGY INC COM	2,804.35	4,096.67		1,292.32
8/2/2012	10/24/2013	100	CVR ENERGY INC COM	2,859.02	4,096.68		1,237.66
10/16/2012	10/24/2013	26527.33	GE EQUIP TRANS LLC 2012-2	26,525.33	26,527.33		2.00
			0 470% Due 04-24-15				
2/12/2013	10/25/2013	6436.1	DBRR CMBS RE-REMIC TR 2012-E	6,456.21	6,436.10	(20.11)	
			0 946% Due 09-25-45				
5/3/2013	10/25/2013	2320.04	FNMA REMIC TRUST 2013-52	2,324.02	2,320.04	(3.98)	
			1 250% Due 06-25-43				
5/8/2013	10/25/2013	1649.8	FNMA REMIC TRUST 2013-52	1,651.87	1,649.80	(2.07)	
			1.250% Due 06-25-43				
5/13/2013	10/25/2013	1065.5	FNMA REMIC TRUST 2013-52	1,066.16	1,065.50	(0.66)	
			1 250% Due 06-25-43				
1/24/2013	10/25/2013	4954.57	FNMA REMIC TRUST 2009-87	5,361.77	4,954.57	(407.20)	
			4 500% Due 09-25-39				
1/4/2012	10/25/2013	1256.17	FNMA PASS-THRU ADJ LIBOR	1,329.68	1,256.17		(73.51)
			2 501% Due 03-01-37				
6/14/2013	10/25/2013	2602.41	FNMA PASS-THRU INT 15 YEAR	2,715.05	2,602.41	(112.64)	
			3 000% Due 01-01-27				
8/13/2013	10/25/2013	721.02	FNMA PASS-THRU INT 20 YEAR	710.20	721.02	10.82	
			3 000% Due 08-01-33				
9/18/2013	10/25/2013	1774.45	FNMA PASS-THRU ADJ 2% SINGL	1,888.13	1,774.45	(113.68)	
			2 485% Due 11-01-34				
12/17/2007	10/28/2013	100	SAGA COMMUNICATIONS CL A	1,918.14	4,813.62		2,895.48
6/15/2004	10/28/2013	200	NEWBRIDGE BANCORP COM	2,691.59	1,478.57		(1,213.02)
6/26/2012	10/28/2013	100	CVR ENERGY INC COM	2,534.88	4,071.72		1,536.84
6/15/2004	10/29/2013	300	NEWBRIDGE BANCORP COM	4,037.38	2,307.15		(1,730.23)
6/29/2012	10/29/2013	1660	XYLEM INC COM	41,996.49	54,000.37		12,003.88
11/4/2011	10/31/2013	1300	BRF-BRASIL FOODS S A SPONSOI	26,482.80	30,690.15		4,207.35
11/14/2011	10/31/2013	1600	SMITH A O COM	29,375.99	83,078.40		53,702.41
3/3/2010	10/31/2013	298.8838	THE COLCHESTER GLOBAL BOND	9,833.49	9,685.00		(148.49)
1/11/2011	10/31/2013	288.5249	THE EDGBASTON ASIAN EQUITY 1	5,933.39	5,988.00		54.61
4/15/2013	11/1/2013	2409.93	FNMA REMIC TRUST 2013-M5	2,409.93	2,409.93	-	
			0 595% Due 08-25-15				
9/13/2012	11/1/2013	1416.4	FHLMC REMIC SERIES 3724	1,454.02	1,416.40		(37.62)
			2 250% Due 07-15-38				
5/16/2011	11/1/2013	2212.98	FHLMC REMIC SERIES 3842	2,299.60	2,212.98		(86.62)
			4 000% Due 04-15-41				
11/3/2011	11/1/2013	327.85	FHLMC REMIC SERIES 3842	348.72	327.85		(20.87)
			4.000% Due 04-15-41				
3/11/2010	11/1/2013	25416.4	GS MTG COML 2006-GG6	25,805.59	25,416.40		(389.19)
			5 506% Due 04-10-38				
5/6/2013	11/1/2013	2736.95	FNMA PASS-THRU INT 15 YEAR	2,946.51	2,736.95	(209.56)	
			5 000% Due 03-01-25				
12/12/2012	11/1/2013	2158.3	FNMA PASS-THRU LNG 30 YEAR	2,354.57	2,158.30	(196.27)	
			5 000% Due 07-01-34				
8/28/2013	11/1/2013	1630.77	FNMA PASS-THRU ADJ LIBOR	1,711.29	1,630.77	(80.52)	
			2 266% Due 07-01-35				
10/21/2010	11/1/2013	387.45	FNMA PASS-THRU ADJ LIBOR	402.83	387.45		(15.38)
			2 071% Due 07-01-35				
2/23/2011	11/1/2013	454.33	FNMA PASS-THRU ADJ LIBOR	474.78	454.33		(20.45)
			2 071% Due 07-01-35				
3/9/2010	11/1/2013	162.99	FNMA PASS-THRU MEGA MULTI ;	169.05	162.99		(6.06)
			4 742% Due 02-01-20				
3/16/2012	11/1/2013	155.31	FNMA PASS-THRU MEGA MULTI ;	173.46	155.31		(18.15)
			4 651% Due 07-01-19				
4/5/2011	11/1/2013	1299.85	FNMA PASS-THRU ADJ LIBOR	1,356.01	1,299.85		(56.16)
			3 795% Due 05-01-40				
5/4/2010	11/1/2013	8017.01	SMALL BUS ADMIN GTD DEV PTC	8,017.01	8,017.01		-
			4.110% Due 05-01-30				
5/4/2010	11/1/2013	8630.25	SMALL BUS ADMIN GTD DEV PTC	8,630.25	8,630.25		-
			4 110% Due 05-01-30				
11/8/2011	11/1/2013	6406.56	SMALL BUS ADMIN GTD DEV PTC	6,406.56	6,406.56		-
			2 870% Due 11-01-31				
4/25/2013	11/3/2013	87.34	CSFB COML MTG PTC 2007-C3	100.61	87.34	(13.27)	
			5 869% Due 06-17-39				
9/10/2012	11/4/2013	50551.47	PIMCO FDS PAC INVT TOTAL RETI	581,348.37	549,950.05		(31,398.32)
8/16/2013	11/5/2013	4000	UNITED STATES TREAS NTS	3,901.75	3,944.36	42.61	
			0 750% Due 12-31-17				
8/21/2013	11/5/2013	172000	UNITED STATES TREAS NTS	167,627.53	169,607.55	1,980.02	

		0 750% Due 12-31-17				
8/6/2013	11/5/2013	37000 UNITED STATES TREAS NTS	35,030 30	34,993 76	(36 54)	
		1 750% Due 05-15-22				
8/7/2013	11/5/2013	15000 UNITED STATES TREAS NTS	14,245 42	14,186 66	(58 76)	
		1 750% Due 05-15-22				
8/8/2013	11/5/2013	15000 UNITED STATES TREAS NTS	14,272 37	14,186 66	(85 71)	
		1 750% Due 05-15-22				
12/18/2012	11/5/2013	5140 NEWCASTLE INVT CORP COM	9,958.45	28,288 68	18,330 23	
6/28/2013	11/5/2013	5140 NEWCASTLE INVT CORP COM	26,802 23	28,288.68	1,486 45	
11/1/2013	11/6/2013	164000 UNITED STATES TREAS BILLS	163,934 45	163,933.43	(1 02)	
		0 000% Due 05-01-14				
1/3/2013	11/6/2013	42000 FORD HOLDINGS INC	60,360.72	57,331.68	(3,029 04)	
		9 300% Due 03-01-30				
12/20/2010	11/7/2013	6 BROOKFIELD PPTY PAR LP UNIT L	130 96	114 86	(16 10)	
12/21/2010	11/7/2013	212 BROOKFIELD PPTY PAR LP UNIT L	4,627 32	4,058 27	(569 05)	
11/17/2011	11/7/2013	203 BROOKFIELD PPTY PAR LP UNIT L	4,430 88	3,885.98	(544 90)	
11/18/2011	11/7/2013	134 BROOKFIELD PPTY PAR LP UNIT L	2,924 82	2,565.13	(359 69)	
11/21/2011	11/7/2013	169 BROOKFIELD PPTY PAR LP UNIT L	3,688 76	3,235 13	(453 63)	
2/22/2013	11/7/2013	130 BROOKFIELD PPTY PAR LP UNIT L	2,837 51	2,488 57	(348 94)	
7/2/2012	11/7/2013	3573 7 DELTA AIRLINES PT 2012-1	3,573 70	3,573 70	-	
		4 750% Due 11-07-21				
1/4/2012	11/8/2013	215 VALEANT PHARMACEUTICAL COM	10,100 18	22,663 92	12,563 73	
8/15/2012	11/12/2013	2600 SCICLONE PHARMACEUTCLS COM	12,453 91	12,363 44	(90 47)	
9/28/2010	11/12/2013	100 FIVE STAR QUALITY CARE COM	497 00	498 77	1 77	
1/3/2011	11/12/2013	500 FIVE STAR QUALITY CARE COM	3,599 35	2,493 87	(1,105 48)	
3/2/2010	11/12/2013	311 2 CVS CAREMARK CORPORATION	336 92	311 20	(25 72)	
		7 507% Due 01-10-32				
3/19/2010	11/12/2013	50 59 CVS CAREMARK CORPORATION	55 27	50 59	(4 68)	
		7 507% Due 01-10-32				
4/1/2011	11/12/2013	162 38 CVS CAREMARK CORP	193 92	162.38	(31 54)	
		8 353% Due 07-10-31				
1/3/2011	11/13/2013	200 FIVE STAR QUALITY CARE COM	1,439 74	1,006 74	(433 00)	
1/3/2011	11/14/2013	400 FIVE STAR QUALITY CARE COM	2,879 48	2,008 76	(870 72)	
6/10/2013	11/15/2013	200 ST JUDE MED INC COM	8,778.56	11,481 85	2,703 29	
6/11/2013	11/15/2013	100 ST JUDE MED INC COM	4,399.64	5,740 93	1,341 29	
11/28/2011	11/15/2013	100 WALGREEN CO COM	3,277 58	6,024 56	2,746 98	
11/30/2011	11/15/2013	300 WALGREEN CO COM	10,045 48	18,073 67	8,028 19	
12/1/2011	11/15/2013	500 WALGREEN CO COM	16,997 25	30,122 78	13,125 53	
12/2/2011	11/15/2013	200 WALGREEN CO COM	6,628 97	12,049 11	5,420 14	
2/29/2012	11/15/2013	200 AMERIPRISE FINL INC COM	11,191 28	21,053 73	9,862 45	
4/12/2012	11/15/2013	100 TIMKEN CO COM	5,036 47	5,322 21	285 74	
5/20/2009	11/15/2013	400 SAFEWAY INC COM NEW	7,942 36	13,823 15	5,880 79	
12/9/2008	11/15/2013	400 ENDO PHARMACEUTC HLDGS CO	9,002 40	26,122 26	17,119 86	
6/10/2011	11/15/2013	200 STEEL DYNAMICS INC COM	3,233 90	3,814 53	580 63	
4/1/2011	11/15/2013	1400 ABBVIE INC COM	35,970 30	67,641 16	31,670 86	
4/20/2010	11/15/2013	3046.46 FHLMC PC 1YR LIBOR VR	3,120.12	3,046 46	(73 66)	
		3 611% Due 03-01-40				
7/19/2010	11/15/2013	422 65 FHLMC PC 1YR LIBOR VR	435 56	422 65	(12 91)	
		3 504% Due 04-01-40				
5/5/2010	11/15/2013	4862 48 FHLMC PC 1YR LIBOR VR	4,992 02	4,862 48	(129.54)	
		3 356% Due 04-01-40				
2/12/2013	11/15/2013	1475 71 FHLMC PC GUAR ADJ 30YR	1,579 70	1,475 71	(103 99)	
		2 412% Due 04-01-35				
5/2/2012	11/15/2013	1188 44 FHLMC PC GOLD COMB 30	1,288 53	1,188 44	(100 09)	
		5 000% Due 11-01-35				
4/12/2012	11/15/2013	1299.81 FHLMC PC GOLD COMB 30	1,401 15	1,299 81	(101 34)	
		5 000% Due 08-01-35				
7/12/2012	11/15/2013	1755 26 FHLMC PC GOLD COMB 30	1,876 21	1,755 26	(120 95)	
		4 500% Due 11-01-39				
3/8/2011	11/15/2013	26 04 FHLMC PC II HYBRD ARM	27 21	26 04	(1 17)	
		2 126% Due 01-01-36				
5/14/2012	11/15/2013	205 69 FHLMC PC GOLD COMB 30	219 16	205 69	(13 47)	
		4 500% Due 08-01-39				
8/7/2012	11/15/2013	425 FHLMC PC GOLD COMB 30	459 53	425 00	(34 53)	
		4 500% Due 08-01-39				
5/18/2010	11/15/2013	46 57 FHLMC PC GUAR ADJ 30YR	48 23	46 57	(1 66)	
		3 595% Due 05-01-40				
6/4/2012	11/15/2013	1535 25 FHLMC PC GUAR ADJ 30YR	1,633 12	1,535 25	(97 87)	
		2 365% Due 07-01-36				
2/13/2013	11/15/2013	3111 18 FHLMC PC GUAR ADJ 30YR	3,327 02	3,111 18	(215 84)	
		2 360% Due 03-01-35				
3/22/2012	11/15/2013	1919 51 FHLMC PC GUAR ADJ 30YR	2,033 48	1,919 51	(113.97)	
		2 356% Due 09-01-35				

4/2/2012	11/15/2013	6564 36 FHLMC REMIC SERIES 3117	7,096.69	6,564.36	(532 33)
		5 000% Due 08-15-34			
10/4/2013	11/15/2013	1516 35 FHLMC PC GOLD CASH 30	1,585.41	1,516.35	(69 06)
		4 000% Due 03-01-42			
4/20/2012	11/15/2013	320 EBAY INC COM	12,992.10	16,782.48	3,790.38
7/25/2013	11/15/2013	1070 EBAY INC COM	55,182.00	56,116.41	934.41
5/16/2013	11/15/2013	5140 NEW RESIDENTIAL INVT C COM	35,414.60	30,749.30	(4,665.30)
8/15/2012	11/18/2013	600 SCICLONE PHARMACEUTCLS COM	2,873.98	2,838.69	(35.29)
2/29/2012	11/18/2013	200 AMERIPRISE FINL INC COM	11,191.28	21,191.73	10,000.45
4/13/2012	11/18/2013	200 TIMKEN CO COM	9,945.98	10,678.71	732.73
6/12/2013	11/18/2013	100 ST JUDE MED INC COM	4,512.18	5,673.05	1,160.87
12/2/2011	11/18/2013	100 WALGREEN CO COM	3,314.48	6,005.84	2,691.36
12/5/2011	11/18/2013	100 WALGREEN CO COM	3,418.62	6,005.85	2,587.23
9/27/2011	11/18/2013	100 ABBVIE INC COM	2,682.26	4,924.26	2,242.00
9/28/2011	11/18/2013	200 ABBVIE INC COM	5,349.38	9,848.53	4,499.15
9/29/2011	11/18/2013	100 ABBVIE INC COM	2,703.91	4,924.26	2,220.35
10/10/2011	11/18/2013	100 ABBVIE INC. COM	2,732.58	4,924.27	2,191.69
12/9/2008	11/18/2013	500 ENDO PHARMACEUTC HLDGS CO	11,253.00	32,107.29	20,854.29
6/10/2011	11/18/2013	200 STEEL DYNAMICS INC COM	3,233.90	3,783.41	549.51
12/9/2008	11/18/2013	400 ENDO PHARMACEUTC HLDGS CO	9,002.40	25,701.55	16,699.15
9/10/2012	11/18/2013	119047 6 PIMCO FDS PAC INVT TOTAL RETI	1,369,062.82	1,299,950.05	(69,112.77)
6/4/2013	11/18/2013	17000 PHILLIPS 66	20,130.38	18,637.27	(1,493.11)
		5 875% Due 05-01-42			
2/29/2012	11/19/2013	200 AMERIPRISE FINL INC COM	11,191.28	21,113.07	9,921.79
6/12/2013	11/19/2013	100 ST JUDE MED INC COM	4,512.18	5,693.47	1,181.29
6/13/2013	11/19/2013	200 ST JUDE MED INC COM	8,896.18	11,386.95	2,490.77
6/14/2013	11/19/2013	200 ST JUDE MED INC COM	9,030.02	11,386.95	2,356.93
6/17/2013	11/19/2013	100 ST JUDE MED INC COM	4,586.27	5,693.47	1,107.20
6/10/2011	11/19/2013	600 STEEL DYNAMICS INC COM	9,701.70	11,455.50	1,753.80
5/20/2009	11/19/2013	600 SAFEWAY INC COM NEW	11,913.54	19,965.51	8,051.97
12/9/2008	11/19/2013	500 ENDO PHARMACEUTC HLDGS CO	11,253.00	32,086.59	20,833.59
4/18/2012	11/20/2013	100 TIMKEN CO COM	5,018.92	5,284.04	265.12
12/9/2008	11/20/2013	500 ENDO PHARMACEUTC HLDGS CO	11,253.00	32,087.99	20,834.99
6/10/2011	11/20/2013	300 STEEL DYNAMICS INC COM	4,850.85	5,696.38	845.53
5/20/2009	11/20/2013	400 SAFEWAY INC COM NEW	7,942.36	13,298.44	5,356.08
6/3/2013	11/20/2013	105000 E M C CORP MASS	104,748.00	103,813.50	(934.50)
		2 650% Due 06-01-20			
6/4/2013	11/20/2013	82000 PHILLIPS 66	97,099.48	87,848.24	(9,251.24)
		5 875% Due 05-01-42			
6/15/2004	11/21/2013	700 NEWBRIDGE BANCORP COM	9,420.56	5,051.89	(4,368.67)
6/17/2013	11/21/2013	100 ST JUDE MED INC COM	4,586.27	5,751.13	1,164.86
6/18/2013	11/21/2013	200 ST JUDE MED INC COM	9,150.08	11,502.27	2,352.19
4/19/2012	11/21/2013	100 TIMKEN CO COM	5,013.58	5,239.43	225.85
6/10/2011	11/21/2013	300 STEEL DYNAMICS INC COM	4,850.85	5,666.80	815.95
5/20/2009	11/21/2013	700 SAFEWAY INC COM NEW	13,899.13	23,738.13	9,839.00
11/13/2003	11/22/2013	1300 CHROMCRAFT REVINGTON COM	15,866.50	573.08	(15,293.42)
6/19/2013	11/22/2013	400 ST JUDE MED INC COM	18,263.68	23,074.51	4,810.83
4/23/2012	11/22/2013	200 TIMKEN CO COM	9,838.06	10,477.95	639.89
6/10/2011	11/22/2013	200 STEEL DYNAMICS INC COM	3,233.90	3,737.53	503.63
5/20/2009	11/22/2013	100 SAFEWAY INC COM NEW	1,985.59	3,389.84	1,404.25
4/19/2012	11/22/2013	24019 82 GE EQUIP TRANS LLC 2012-1	24,112.71	24,019.82	(92.89)
		0 990% Due 11-23-15			
10/16/2012	11/24/2013	44139 31 GE EQUIP TRANS LLC 2012-2	44,135.99	44,139.31	3.32
		0 470% Due 04-24-15			
12/17/2007	11/25/2013	200 SAGA COMMUNICATIONS CL A	3,836.29	9,396.93	5,560.64
6/20/2013	11/25/2013	700 ST JUDE MED INC COM	31,118.56	41,020.82	9,902.26
6/21/2013	11/25/2013	100 ST JUDE MED INC COM	4,468.82	5,860.12	1,391.30
6/10/2011	11/25/2013	300 STEEL DYNAMICS INC COM	4,850.85	5,514.94	664.09
2/12/2013	11/25/2013	9094 98 DBRR CMBS RE-REMIC TR 2012-E	9,123.40	9,094.98	(28.42)
		0 946% Due 09-25-45			
5/3/2013	11/25/2013	2010 1 FNMA REMIC TRUST 2013-52	2,013.56	2,010.10	(3.46)
		1 250% Due 06-25-43			
5/8/2013	11/25/2013	1429 41 FNMA REMIC TRUST 2013-52	1,431.19	1,429.41	(1.78)
		1 250% Due 06-25-43			
5/13/2013	11/25/2013	923.16 FNMA REMIC TRUST 2013-52	923.74	923.16	(0.58)
		1 250% Due 06-25-43			
1/24/2013	11/25/2013	4495 98 FNMA REMIC TRUST 2009-87	4,865.49	4,495.98	(369.51)
		4 500% Due 09-25-39			
9/18/2013	11/25/2013	2271 36 FNMA PASS-THRU ADJ 2% SINGL	2,416.87	2,271.36	(145.51)
		2.485% Due 11-01-34			
1/4/2012	11/25/2013	1438 44 FNMA PASS-THRU ADJ LIBOR	1,522.61	1,438.44	(84.17)
		2.501% Due 03-01-37			
6/14/2013	11/25/2013	2821.45 FNMA PASS-THRU INT 15 YEAR	2,943.57	2,821.45	(122.12)

			3 000% Due 01-01-27				
10/1/2013	11/25/2013	506.39	FNMA PASS-THRU LNG 30 YEAR	514 62	506 39	(8 23)	
			3 500% Due 02-01-42				
8/13/2013	11/25/2013	710.96	FNMA PASS-THRU INT 20 YEAR	700 30	710 96	10 66	
			3 000% Due 08-01-33				
12/17/2007	11/26/2013	400	SAGA COMMUNICATIONS CL A	7,672 58	19,332 46		11,659 88
6/21/2013	11/26/2013	100	ST JUDE MED INC COM	4,468 82	5,812 31	1,343 49	
6/24/2013	11/26/2013	100	ST JUDE MED INC COM	4,441 28	5,812.31	1,371.03	
6/10/2011	11/26/2013	700	STEEL DYNAMICS INC COM	11,318 65	12,802.99		1,484 34
8/6/2013	11/26/2013	105000	SOUTHAVEN COMBINED CYCLE G	105,000 00	106,928 85	1,928 85	
			3.846% Due 08-15-33				
4/13/2010	11/26/2013	84000	NEWS AMER INC	88,880 40	94,854.48		5,974 08
			6.750% Due 01-09-38				
3/16/2011	11/26/2013	40834.01	NCUA GUARN NTS TR 2010-C1	40,473 52	42,338.15		1,864 63
			2 650% Due 10-29-20				
6/11/2012	11/27/2013	600	ACETO CORP COM	5,054 02	12,827.11		7,773 09
6/12/2012	11/27/2013	300	ACETO CORP COM	2,523 07	6,413 55		3,890 48
4/4/2013	11/27/2013	800	UNION BANKSHARES-form Union F	15,244 11	20,589 00	5,344 89	
8/15/2012	11/27/2013	1800	INVACARE CORP COM	24,095 59	39,860 56		15,764 97
3/9/2011	11/27/2013	400	RUDOLPH TECHNOLOGIES COM	4,093 56	4,481.60		388 04
11/13/2003	11/27/2013	200	TESSCO TECHNOLOGIES COM	1,160 44	7,795 98		6,635 54
3/25/2010	11/27/2013	400	CAMBREX CORP COM	1,679 88	7,718 63		6,038 75
3/25/2010	11/27/2013	2100	CAMBREX CORP COM	8,819 37	40,417 44		31,598 07
4/30/2008	11/27/2013	400	MEADOWBROOK INS GROUP COM	2,960.00	2,926 10		(33 90)
4/5/2013	11/27/2013	200	CAPELLA EDUCATION CO COM	5,862.13	13,164 47	7,302 34	
7/19/2012	11/27/2013	300	HEARTLAND FINL USA INC COM	7,261.71	8,740 06		1,478 35
6/13/2012	11/27/2013	727	ACETO CORP COM	6,165 28	15,667 55		9,502 27
8/16/2012	11/27/2013	2100	CRYOLIFE INC COM	11,123 79	22,613 74		11,489 95
8/29/2012	11/27/2013	600	CECO ENVIRONMENTAL CP COM	5,415 82	9,435 15		4,019 33
4/6/2010	11/29/2013	349	WELLS FARGO & CO NEW	309 38	349 00		39 62
			5 606% Due 01-15-44				
4/6/2010	11/29/2013	51000	WELLS FARGO & CO NEW	45,210 64	51,536 01		6,325 37
			5 606% Due 01-15-44				
4/6/2010	11/29/2013	22000	WELLS FARGO & CO NEW	19,502 63	22,221 32		2,718 69
			5 606% Due 01-15-44				
4/6/2010	11/29/2013	139000	WELLS FARGO & CO NEW	123,221 16	140,972 41		17,751 25
			5 606% Due 01-15-44				
3/3/2010	11/30/2013	298 7343	THE COLCHESTER GLOBAL BOND	9,870 28	9,539 00		(331 28)
1/11/2011	11/30/2013	288 224	THE EDGBASTON ASIAN EQUITY 1	5,940 61	5,994 00		53 39
4/11/2006	12/1/2013	0 33	ALLEGION PUB LTD CO ORD SHS	8 39	14 07		5 68
4/15/2013	12/1/2013	253 02	FNMA REMIC TRUST 2013-M5	253 02	253 02	-	
			0 595% Due 08-25-15				
9/13/2012	12/1/2013	1613 15	FHLMC REMIC SERIES 3724	1,655 99	1,613 15		(42 84)
			2 250% Due 07-15-38				
5/16/2011	12/1/2013	1896 25	FHLMC REMIC SERIES 3842	1,970 47	1,896 25		(74 22)
			4 000% Due 04-15-41				
11/3/2011	12/1/2013	280 93	FHLMC REMIC SERIES 3842	298 81	280 93		(17 88)
			4 000% Due 04-15-41				
3/11/2010	12/1/2013	10063 32	GS MTG COML 2006-GG6	10,217 41	10,063 32		(154 09)
			5 506% Due 04-10-38				
5/6/2013	12/1/2013	2367 29	FNMA PASS-THRU INT 15 YEAR	2,548 55	2,367 29	(181 26)	
			5 000% Due 03-01-25				
12/12/2012	12/1/2013	1814 98	FNMA PASS-THRU LNG 30 YEAR	1,980 03	1,814 98	(165 05)	
			5 000% Due 07-01-34				
8/28/2013	12/1/2013	713 94	FNMA PASS-THRU ADJ LIBOR	749 19	713 94	(35 25)	
			2 266% Due 07-01-35				
10/21/2010	12/1/2013	453 88	FNMA PASS-THRU ADJ LIBOR	471 89	453 88		(18 01)
			2 071% Due 07-01-35				
2/23/2011	12/1/2013	532 23	FNMA PASS-THRU ADJ LIBOR	556 18	532 23		(23 95)
			2 071% Due 07-01-35				
3/9/2010	12/1/2013	187.48	FNMA PASS-THRU MEGA MULTI ;	194 45	187 48		(6.97)
			4 742% Due 02-01-20				
3/16/2012	12/1/2013	174 37	FNMA PASS-THRU MEGA MULTI ;	194.75	174 37		(20.38)
			4 651% Due 07-01-19				
4/5/2011	12/1/2013	1979 12	FNMA PASS-THRU ADJ LIBOR	2,064 62	1,979.12		(85.50)
			3 795% Due 05-01-40				
8/15/2012	12/2/2013	1000	INVACARE CORP COM	13,386 44	22,369.41		8,982 97
6/14/2012	12/2/2013	325	ACETO CORP COM	2,731 17	7,027 28		4,296 11
6/15/2012	12/2/2013	200	ACETO CORP COM	1,685 94	4,324 48		2,638 54
6/21/2012	12/2/2013	700	ACETO CORP COM	6,065 70	15,135 69		9,069.99
6/22/2012	12/2/2013	900	ACETO CORP COM	7,659 55	19,460 18		11,800 63
8/16/2012	12/2/2013	100	CRYOLIFE INC COM	529 70	1,105 05		575 35
8/20/2012	12/2/2013	900	CRYOLIFE INC COM	4,736 35	9,945 47		5,209.12

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8/23/2012	12/2/2013	400	CRYOLIFE INC COM	2,116.00	4,420.21		2,304.21
10/4/2012	12/2/2013	300	CRYOLIFE INC COM	1,928.44	3,315.16		1,386.72
3/25/2010	12/2/2013	200	CAMBREX CORP COM	839.94	3,905.89		3,065.95
4/30/2008	12/2/2013	600	MEADOWBROOK INS GROUP COM	4,440.00	4,403.22		(36.78)
4/23/2012	12/2/2013	200	TIMKEN CO COM	9,838.06	10,297.45		459.39
4/25/2012	12/2/2013	100	TIMKEN CO COM	5,467.33	5,148.73		(318.60)
6/10/2011	12/2/2013	500	STEEL DYNAMICS INC COM	8,084.75	9,099.49		1,014.74
4/6/2010	12/2/2013	78000	WELLS FARGO & CO NEW	69,151.91	78,339.30		9,187.39
			5.606% Due 01-15-44				
6/14/2010	12/2/2013	7522.24	SMALL BUS ADMIN GTD DEV PTC	8,161.63	7,522.24		(639.39)
			5.680% Due 06-01-28				
5/14/2013	12/2/2013	6760.5	SMALL BUS ADMIN GTD DEV PTC	7,831.88	6,760.50	(1,071.38)	
			5.680% Due 06-01-28				
6/8/2010	12/2/2013	2120.71	SMALL BUS ADMIN GTD DEV PTC	2,120.71	2,120.71		-
			3.880% Due 06-01-30				
6/8/2010	12/2/2013	1813.36	SMALL BUS ADMIN GTD DEV PTC	1,813.36	1,813.36		-
			3.880% Due 06-01-30				
4/6/2010	12/2/2013	11759.29	SMALL BUS ADMIN GTD DEV PTC	12,137.33	11,759.29		(378.04)
			4.950% Due 06-01-29				
4/4/2013	12/3/2013	200	UNION BANKSHARES-form Union F	3,811.03	5,019.99	1,208.96	
3/9/2011	12/3/2013	472	RUDOLPH TECHNOLOGIES COM	4,830.40	5,217.30		386.90
3/11/2011	12/3/2013	28	RUDOLPH TECHNOLOGIES COM	267.16	309.50		42.34
4/5/2013	12/3/2013	600	CAPELLA EDUCATION CO COM	17,586.38	38,126.95	20,540.57	
7/19/2012	12/3/2013	200	HEARTLAND FINL USA INC COM	4,841.14	5,804.73		963.59
6/13/2012	12/3/2013	687	ACETO CORP COM	5,826.07	14,855.46		9,029.39
8/16/2012	12/3/2013	700	CRYOLIFE INC COM	3,707.93	7,382.29		3,674.36
3/25/2010	12/3/2013	200	CAMBREX CORP COM	839.94	3,785.35		2,945.41
4/30/2008	12/3/2013	200	MEADOWBROOK INS GROUP COM	1,480.00	1,459.45		(20.55)
11/13/2003	12/3/2013	400	TESSCO TECHNOLOGIES COM	2,320.89	15,525.12		13,204.23
8/15/2012	12/3/2013	600	INVACARE CORP COM	8,031.86	13,448.18		5,416.32
8/2/2005	12/3/2013	200	COMMUNICATIONS SYS INC COM	2,000.00	2,285.66		285.66
6/10/2011	12/3/2013	400	STEEL DYNAMICS INC COM	6,467.80	7,245.99		778.19
9/10/2012	12/3/2013	69060.77	PIMCO FDS PAC INVT TOTAL RETI	794,207.71	749,950.05		(44,257.66)
4/25/2013	12/3/2013	285.06	CSFB COML MTG PTC 2007-C3	328.38	285.06	(43.32)	
			5.869% Due 06-17-39				
4/4/2012	12/3/2013	1227.96	GS MTG COML 2005-GG4	1,332.43	1,227.96		(104.47)
			4.751% Due 07-10-39				
1/18/2013	12/3/2013	1950	INTERXION HOLDING N V SHS	46,839.96	42,504.99	(4,334.97)	
3/11/2011	12/4/2013	400	RUDOLPH TECHNOLOGIES COM	3,816.56	4,451.96		635.40
4/5/2013	12/4/2013	400	CAPELLA EDUCATION CO COM	11,724.25	25,420.75	13,696.50	
6/13/2012	12/4/2013	400	ACETO CORP COM	3,392.18	8,515.49		5,123.31
6/13/2012	12/4/2013	386	ACETO CORP COM	3,273.45	8,738.95		5,465.50
6/14/2012	12/4/2013	975	ACETO CORP COM	8,193.50	22,073.76		13,880.26
8/16/2012	12/4/2013	1100	CRYOLIFE INC COM	5,826.74	11,808.63		5,981.89
8/29/2012	12/4/2013	100	CECO ENVIRONMENTAL CP COM	902.64	1,500.20		597.56
8/30/2012	12/4/2013	400	CECO ENVIRONMENTAL CP COM	3,648.68	6,000.80		2,352.12
9/7/2012	12/4/2013	900	CECO ENVIRONMENTAL CP COM	8,317.90	13,501.80		5,183.90
9/10/2012	12/4/2013	600	CECO ENVIRONMENTAL CP COM	5,496.94	9,001.20		3,504.26
9/20/2012	12/4/2013	1000	CECO ENVIRONMENTAL CP COM	9,467.50	15,002.01		5,534.51
3/25/2010	12/4/2013	1100	CAMBREX CORP COM	4,619.67	20,873.13		16,253.46
3/25/2010	12/4/2013	100	CAMBREX CORP COM	419.97	1,890.76		1,470.79
6/10/2011	12/4/2013	200	STEEL DYNAMICS INC COM	3,233.90	3,713.51		479.61
3/11/2011	12/5/2013	600	RUDOLPH TECHNOLOGIES COM	5,724.84	6,648.02		923.18
4/4/2013	12/5/2013	200	UNION BANKSHARES-form Union F	3,811.03	4,938.08	1,127.05	
4/5/2013	12/5/2013	300	UNION BANKSHARES-form Union F	5,716.72	7,407.11	1,690.39	
4/8/2013	12/5/2013	200	UNION BANKSHARES-form Union F	3,791.64	4,938.08	1,146.44	
5/12/2006	12/5/2013	85	COMMUNITYONE BANCORP COM	38,088.20	987.76		(37,100.44)
7/5/2007	12/5/2013	162	COMMUNITYONE BANCORP COM	79,680.00	1,882.55		(77,797.45)
11/25/2008	12/5/2013	42	COMMUNITYONE BANCORP COM	14,815.08	488.07		(14,327.01)
4/30/2008	12/5/2013	400	MEADOWBROOK INS GROUP COM	2,960.00	2,908.38		(51.62)
11/1/2013	12/5/2013	125000	UNITED STATES TREAS NTS	117,041.52	113,871.57	(3,169.95)	
			1.750% Due 05-15-23				
11/6/2013	12/5/2013	8000	UNITED STATES TREAS NTS	7,407.22	7,287.78	(119.44)	
			1.750% Due 05-15-23				
4/8/2013	12/6/2013	300	UNION BANKSHARES-form Union F	5,689.00	7,520.73	1,831.73	
3/11/2011	12/6/2013	200	RUDOLPH TECHNOLOGIES COM	1,908.28	2,210.26		301.98
8/16/2012	12/6/2013	500	CRYOLIFE INC COM	2,648.52	5,336.40		2,687.88
3/25/2010	12/6/2013	560	CAMBREX CORP COM	2,351.83	10,597.06		8,245.23
3/25/2010	12/6/2013	791	CAMBREX CORP COM	3,321.96	14,888.22		11,566.26
3/25/2010	12/6/2013	449	CAMBREX CORP COM	1,885.67	8,512.99		6,627.32
4/30/2008	12/6/2013	200	MEADOWBROOK INS GROUP COM	1,480.00	1,463.27		(16.73)
7/16/2013	12/6/2013	200	HURCO COMPANIES INC COM	6,112.68	4,967.09	(1,145.59)	
4/6/2010	12/6/2013	2433	WELLS FARGO & CO NEW	2,157.22	2,434.00		276.78

		5 606% Due 01-15-44			
6/5/2012	12/6/2013	7567 WELLS FARGO & CO NEW	7,237 98	7,570 10	332 12
		5 606% Due 01-15-44			
6/5/2012	12/9/2013	10000 WELLS FARGO & CO NEW	9,567 08	10,079 80	512 72
		5 606% Due 01-15-44			
11/13/2003	12/10/2013	200 TESSCO TECHNOLOGIES COM	1,160 44	7,700 78	6,540 34
6/4/2010	12/10/2013	85 APPLE COMPUTER INC	22,001 65	48,117 03	26,115 38
6/7/2010	12/10/2013	121 APPLE COMPUTER INC	31,197 11	68,496 01	37,298 90
11/20/2013	12/10/2013	112000 UNITED STATES TREAS NTS	112,774 75	112,235 88	(538 87)
		1 375% Due 07-31-18			
3/2/2010	12/10/2013	313 15 CVS CAREMARK CORPORATION	339 03	313 15	(25 88)
		7 507% Due 01-10-32			
3/19/2010	12/10/2013	50 91 CVS CAREMARK CORPORATION	55 62	50 91	(4 71)
		7 507% Due 01-10-32			
4/1/2011	12/10/2013	163 51 CVS CAREMARK CORP	195 27	163 51	(31 76)
		8 353% Due 07-10-31			
5/26/2011	12/10/2013	6900 NISSAN MOTOR CO LTD SHS	67,618 31	60,701 54	(6,916 77)
6/12/2012	12/10/2013	3200 NISSAN MOTOR CO LTD SHS	30,403 68	28,151 44	(2,252 24)
11/28/2012	12/10/2013	740 NCR CORP NEW COM	17,737 23	23,987 94	6,250 71
3/11/2011	12/11/2013	800 RUDOLPH TECHNOLOGIES COM	7,633 12	8,791 92	1,158 80
4/30/2008	12/11/2013	1500 MEADOWBROOK INS GROUP COM	11,100 00	10,609 96	(490 04)
1/28/2013	12/11/2013	200 ORCHIDS PAPER PRODS CO COM	4,385 90	6,179 99	1,794 09
3/15/1994	12/11/2013	500 ROGERS CORP COM	5,718 75	30,654 82	24,936 07
7/19/2012	12/12/2013	100 HEARTLAND FINL USA INC COM	2,420 57	2,874 21	453 64
8/16/2012	12/12/2013	200 CRYOLIFE INC COM	1,059 41	2,040 22	980 81
8/2/2005	12/12/2013	300 COMMUNICATIONS SYS INC COM	3,000 00	3,347 84	347 84
2/8/2013	12/12/2013	200 ORCHIDS PAPER PRODS CO COM	4,340 70	6,193 87	1,853 17
3/15/1994	12/12/2013	200 ROGERS CORP COM	2,287 50	11,898 41	9,610 91
3/15/1994	12/12/2013	100 ROGERS CORP COM	1,143 75	5,952 31	4,808 56
3/15/1994	12/12/2013	100 ROGERS CORP COM	1,143 75	5,949 21	4,805 46
3/15/1994	12/12/2013	100 ROGERS CORP COM	1,143 75	5,952 31	4,808.56
11/6/2013	12/12/2013	1000 UNITED STATES TREAS NTS	925 90	911 83	(14 07)
		1 750% Due 05-15-23			
4/2/2013	12/12/2013	76000 UNITED STATES TREAS BDS	112,738 58	100,901 57	(11,837 01)
		6 125% Due 08-15-29			
4/12/2013	12/12/2013	38000 UNITED STATES TREAS BDS	57,488 51	50,450 79	(7,037 72)
		6 125% Due 08-15-29			
7/16/2013	12/13/2013	200 HURCO COMPANIES INC COM	6,112 68	4,989.27	(1,123 41)
11/13/2003	12/13/2013	1100 TESSCO TECHNOLOGIES COM	6,382 44	41,678 06	35,295 62
1/22/2013	12/13/2013	200 ORCHIDS PAPER PRODS CO COM	4,368 42	6,206 23	1,837 81
3/15/1994	12/13/2013	100 ROGERS CORP COM	1,143 75	5,894 02	4,750 27
3/15/1994	12/13/2013	100 ROGERS CORP COM	1,143 75	5,883 52	4,739 77
3/15/1994	12/13/2013	100 ROGERS CORP COM	1,143 75	5,885.63	4,741.88
3/15/1994	12/13/2013	100 ROGERS CORP COM	1,143 75	5,894 01	4,750 26
3/15/1994	12/13/2013	100 ROGERS CORP COM	1,143 75	5,894 02	4,750 27
5/5/2010	12/15/2013	2207.49 FHLMC PC 1YR LIBOR VR	2,266 30	2,207 49	(58 81)
		3 356% Due 04-01-40			
2/12/2013	12/15/2013	1416 64 FHLMC PC GUAR ADJ 30YR	1,516 47	1,416 64	(99 83)
		2 412% Due 04-01-35			
5/2/2012	12/15/2013	713.4 FHLMC PC GOLD COMB 30	773 48	713 40	(60 08)
		5 000% Due 11-01-35			
4/12/2012	12/15/2013	1040 48 FHLMC PC GOLD COMB 30	1,121 60	1,040 48	(81 12)
		5 000% Due 08-01-35			
7/12/2012	12/15/2013	1908 43 FHLMC PC GOLD COMB 30	2,039 93	1,908 43	(131 50)
		4 500% Due 11-01-39			
3/8/2011	12/15/2013	1582 74 FHLMC PC II HYBRD ARM	1,653 96	1,582 74	(71 22)
		2 126% Due 01-01-36			
5/14/2012	12/15/2013	708 99 FHLMC PC GOLD COMB 30	755 41	708 99	(46 42)
		4 500% Due 08-01-39			
8/7/2012	12/15/2013	1464 89 FHLMC PC GOLD COMB 30	1,583 91	1,464 89	(119 02)
		4 500% Due 08-01-39			
6/4/2012	12/15/2013	1714 3 FHLMC PC GUAR ADJ 30YR	1,823 59	1,714.30	(109 29)
		2 365% Due 07-01-36			
2/13/2013	12/15/2013	989 55 FHLMC PC GUAR ADJ 30YR	1,058 20	989 55	(68 65)
		2 360% Due 03-01-35			
3/22/2012	12/15/2013	1936.27 FHLMC PC GUAR ADJ 30YR	2,051 24	1,936 27	(114 97)
		2 356% Due 09-01-35			
4/2/2012	12/15/2013	6154 36 FHLMC REMIC SERIES 3117	6,653 44	6,154 36	(499 08)
		5 000% Due 08-15-34			
10/4/2013	12/15/2013	522.18 FHLMC PC GOLD CASH 30	545 96	522 18	(23 78)
		4.000% Due 03-01-42			
4/8/2013	12/16/2013	300 UNION BANKSHARES-form.Union F	5,689 00	7,350 64	1,661 64
7/19/2012	12/16/2013	300 HEARTLAND FINL USA INC COM	7,261 71	8,728 47	1,466 76

7/24/2012	12/16/2013	100 HEARTLAND FINL USA INC COM	2,283.89	2,909.49		625.60
8/16/2012	12/16/2013	200 CRYOLIFE INC COM	1,059.41	2,054.72		995.31
11/13/2003	12/16/2013	1300 TESSCO TECHNOLOGIES COM	7,542.89	50,352.68		42,809.79
3/20/2013	12/16/2013	200 ORCHIDS PAPER PRODS CO COM	4,700.22	6,276.79	1,576.57	
1/3/2011	12/16/2013	900 FIVE STAR QUALITY CARE COM	6,478.83	4,692.41		(1,786.42)
3/15/1994	12/16/2013	1000 ROGERS CORP COM	11,437.50	60,648.89		49,211.39
3/15/1994	12/16/2013	1500 ROGERS CORP COM	17,156.25	90,782.50		73,626.25
3/16/1994	12/16/2013	500 ROGERS CORP COM	5,718.75	30,260.84		24,542.09
3/11/2011	12/17/2013	1200 RUDOLPH TECHNOLOGIES COM	11,449.68	13,088.97		1,639.29
11/13/2003	12/17/2013	200 TESSCO TECHNOLOGIES COM	1,160.44	7,820.80		6,660.36
1/3/2011	12/17/2013	600 FIVE STAR QUALITY CARE COM	4,319.22	3,131.18		(1,188.04)
1/3/2011	12/17/2013	1000 FIVE STAR QUALITY CARE COM	7,198.70	5,352.90		(1,845.80)
3/16/1994	12/17/2013	1500 ROGERS CORP COM	17,156.25	90,991.00		73,834.75
3/18/1994	12/17/2013	500 ROGERS CORP COM	5,718.75	30,330.34		24,611.59
11/13/2003	12/18/2013	200 TESSCO TECHNOLOGIES COM	1,160.44	7,921.66		6,761.22
1/3/2011	12/18/2013	500 FIVE STAR QUALITY CARE COM	3,599.35	2,715.35		(884.00)
7/24/2012	12/18/2013	100 HEARTLAND FINL USA INC COM	2,283.89	2,893.86		609.97
8/8/2012	12/18/2013	100 HEARTLAND FINL USA INC COM	2,432.22	2,893.87		461.65
3/18/1994	12/18/2013	3000 ROGERS CORP COM	34,312.50	182,523.17		148,210.67
9/10/2012	12/18/2013	32978 36 PIMCO FDS PAC INVT TOTAL RETI	379,255.35	354,802.84		(24,452.51)
9/28/2012	12/18/2013	1865 688 PIMCO FDS PAC INVT TOTAL RETI	21,604.67	20,072.30		(1,532.37)
10/2/2012	12/18/2013	2330 673 PIMCO FDS PAC INVT TOTAL RETI	27,061.37	25,074.91		(1,986.46)
9/20/2010	12/18/2013	4542 86 PRUDENTIAL HLDGS LLC	5,605.89	4,542.86		(1,063.03)
		8 695% Due 12-18-23				
4/12/2011	12/18/2013	4285 71 PRUDENTIAL HLDGS LLC	5,180.10	4,285.71		(894.39)
		8 695% Due 12-18-23				
11/13/2003	12/19/2013	200 TESSCO TECHNOLOGIES COM	1,160.44	8,122.65		6,962.21
3/18/1994	12/19/2013	500 ROGERS CORP COM	5,718.75	30,015.60		24,296.85
3/21/1994	12/19/2013	500 ROGERS CORP COM	5,718.75	30,015.61		24,296.86
3/21/1994	12/20/2013	1500 ROGERS CORP COM	17,156.25	90,656.79		73,500.54
3/21/1994	12/20/2013	1500 ROGERS CORP COM	17,156.25	90,656.80		73,500.55
4/19/2012	12/22/2013	15079 42 GE EQUIP TRANS LLC 2012-1	15,137.73	15,079.42		(58.31)
		0 990% Due 11-23-15				
8/8/2012	12/23/2013	200 HEARTLAND FINL USA INC COM	4,864.43	5,791.85		927.42
3/20/2013	12/23/2013	200 ORCHIDS PAPER PRODS CO COM	4,700.22	6,400.20	1,699.98	
1/3/2011	12/24/2013	400 FIVE STAR QUALITY CARE COM	2,879.48	2,183.92		(695.56)
10/16/2012	12/24/2013	25825 33 GE EQUIP TRANS LLC 2012-2	25,823.39	25,825.33		1.94
		0 470% Due 04-24-15				
2/12/2013	12/25/2013	17132 16 DBRR CMBS RE-REMIC TR 2012-E	17,185.70	17,132.16	(53.54)	
		0 946% Due 09-25-45				
1/24/2013	12/25/2013	4045 55 FNMA REMIC TRUST 2009-87	4,378.04	4,045.55	(332.49)	
		4 500% Due 09-25-39				
5/3/2013	12/25/2013	2550 95 FNMA REMIC TRUST 2013-52	2,555.33	2,550.95	(4.38)	
		1 250% Due 06-25-43				
5/8/2013	12/25/2013	1814 01 FNMA REMIC TRUST 2013-52	1,816.27	1,814.01	(2.26)	
		1 250% Due 06-25-43				
5/13/2013	12/25/2013	1171 55 FNMA REMIC TRUST 2013-52	1,172.28	1,171.54	(0.74)	
		1 250% Due 06-25-43				
1/3/2011	12/26/2013	900 FIVE STAR QUALITY CARE COM	6,478.83	4,989.05		(1,489.78)
1/4/2012	12/26/2013	1443 59 FNMA PASS-THRU ADJ LIBOR	1,528.06	1,443.59		(84.47)
		2 501% Due 03-01-37				
6/14/2013	12/26/2013	2558 71 FNMA PASS-THRU INT 15 YEAR	2,669.45	2,558.71	(110.74)	
		3 000% Due 01-01-27				
8/13/2013	12/26/2013	674 32 FNMA PASS-THRU INT 20 YEAR	664.21	674.32	10.11	
		3 000% Due 08-01-33				
9/18/2013	12/26/2013	1705 81 FNMA PASS-THRU ADJ 2% SINGL	1,815.09	1,705.81	(109.28)	
		2 485% Due 11-01-34				
10/1/2013	12/26/2013	492 83 FNMA PASS-THRU LNG 30 YEAR	500.84	492.83	(8.01)	
		3 500% Due 02-01-42				
11/13/2013	12/26/2013	1283 16 FNMA PASS-THRU LNG 30 YEAR	1,342.71	1,283.16	(59.55)	
		4 000% Due 10-01-43				
12/5/2013	12/26/2013	705.26 FNMA PASS-THRU LNG 30 YEAR	730.05	705.26	(24.79)	
		4.000% Due 10-01-43				
4/30/2008	12/31/2013	400 MEADOWBROOK INS GROUP COM	2,960.00	2,763.95		(196.05)
3/21/1994	12/31/2013	1000 ROGERS CORP COM	11,437.50	61,252.78		49,815.28
3/21/1994	12/31/2013	1500 ROGERS CORP COM	17,156.25	92,041.12		74,884.87
3/21/1994	12/31/2013	1500 ROGERS CORP COM	17,156.25	92,041.13		74,884.88
12/11/2009	12/31/2013	1000 MARATHON LEGACY SECURITIES	159.39	3,392.12		3,232.73
2/16/2010	12/31/2013	1000 MARATHON LEGACY SECURITIES	159.38	3,392.12		3,232.74
2/22/2010	12/31/2013	1000 MARATHON LEGACY SECURITIES	159.38	3,392.11		3,232.73
3/23/2010	12/31/2013	1500 MARATHON LEGACY SECURITIES	238.92	5,088.17		4,849.25
5/4/2010	12/31/2013	1000 MARATHON LEGACY SECURITIES	159.33	3,392.12		3,232.79
6/30/2010	12/31/2013	1000 MARATHON LEGACY SECURITIES	159.35	3,392.12		3,232.77

* The McConnell Foundation
94-6102700

8/6/2010	12/31/2013	1500 MARATHON LEGACY SECURITIES	238 90	5,088.17	4,849.27
2/28/2011	12/31/2013	1000 MARATHON LEGACY SECURITIES	159 35	3,392 11	3,232 76
4/12/2011	12/31/2013	1000 MARATHON LEGACY SECURITIES	159 23	3,392.12	3,232 89
3/3/2010	12/31/2013	298 585 THE COLCHESTER GLOBAL BOND	9,756 56	9,496 00	(260 56)
1/11/2011	12/31/2013	287 9239 THE EDGBASTON ASIAN EQUITY 1	5,973 21	6,033 00	59 79

TOTAL GAINS				959,476.48	5,477,006 43
TOTAL LOSSES				(390,717 55)	(2,060,865 33)

		41,495,759 98	45,480,660 02	568,758 93	3,416,141 11
TOTAL REALIZED GAIN/LOSS	3,984,900 04				

CAPITAL GAIN DISTRIBUTIONS

1/4/2013	KOREA EQUITY FD INC COM		3,160 05
1/18/2013	ALLIANCEBERNSTEIN INC COM		3,305 50
1/18/2013	ALLIANCEBERNSTEIN INC COM	2,510 20	
1/31/2013	MARATHON LEGACY SECURITIES, LP	1,618,928 29	
2/28/2013	MARATHON LEGACY SECURITIES, LP	555,504 95	
3/31/2013	MARATHON LEGACY SECURITIES, LP	(168,294 32)	
3/31/2013	SQUADRON ASIA PACIFIC FUND II,LP-OFFSHORE	16,524 00	
4/30/2013	MARATHON LEGACY SECURITIES, LP	(108,024 44)	
5/31/2013	MARATHON LEGACY SECURITIES, LP	(130,245 23)	
6/30/2013	MARATHON LEGACY SECURITIES, LP	211,846 31	
6/30/2013	SQUADRON ASIA PACIFIC FUND II,LP-OFFSHORE	18,269 00	
7/31/2013	MARATHON LEGACY SECURITIES, LP	(111,680 41)	
9/30/2013	MARATHON LEGACY SECURITIES, LP	(14,675 21)	
9/30/2013	SQUADRON ASIA PACIFIC FUND II,LP-OFFSHORE	20,026 00	
12/5/2013	DREYFUS INVT GRADE FDS SHTRM INCM D	84 58	
12/11/2013	PIMCO FDS PAC INVT TOTAL RETRN PT		63,127 29
12/11/2013	PIMCO FDS PAC INVT TOTAL RETRN PT	12,065 36	
12/24/2013	WISDOMTREE TRUST JAPN HEDGE EQT	380 55	
12/24/2013	WISDOMTREE TRUST JAPN HEDGE EQT		906 18
12/31/2013	MARATHON LEGACY SECURITIES, LP	(6,090 31)	
12/31/2013	SQUADRON ASIA PACIFIC FUND II,LP-OFFSHORE	88,106 00	

TOTAL DISTRIBUTIONS	2,075,734 34	2,005,235 32	70,499 02
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		2,573,994 25	3,486,640 13
		=====	=====

TOTAL GAIN/LOSS	6,060,634 38
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The McConnell Foundation
Form 990-PF Reporting

Line Item		Value		
1	Form 990-PF, Part IV, Line 1, Column h - Gain or (loss)	Investment Name	EIN/Reference Number	Amount
		BAIRD CAPITAL PARTNERS ASIA I LIMITED PARTNERSHIP	35-2331948	32,642
		BROWNSAVANO DIRECT CAPITAL PARTNERS, LP	27-3572911	356,133
		CENTERFIELD CAPITAL PARTNERS III, LP	80-0730434	(335)
		CERBERUS INSTITUTIONAL PARTNERS V, L.P	61-1666114	106,625
		CHAMBERS ENERGY CAPITAL EXEMPT, LP	26-4681796	21,283
		EDGBASTON ASIAN EQUITY TRUST C/O EDGBASTON INVESTMENT PARTNERS, INC	26-2697681	91,382
		EURO CHOICE V LP	98-1019863	17,251
		KAYNE ANDERSON MEZZANINE PARTNERS (QP), L P	26-4360763	(15,817)
		LSV EMERGING MARKETS EQUITY FUND, LP	75-3191540	1,422,634
		LSV INTERNATIONAL VALUE EQUITY FUND, LP	20-1079153	972,985
		MILLENIUM TECHNOLOGY VALUE PARTNERS II, LP	26356651	3,273
		MORGAN STANLEY REAL ESTATE FUND VII GLOBAL-TE (U S) III, L P	27-1845365	2,468
		MORGAN STANLEY REAL ESTATE FUND VII GLOBAL-TE (U S) II, L.P	26-2981433	761
		POINT DEFIANCE MICROCAP FUND, LP	26-4105703	69,476
		THE COLCHESTER GLOBAL BOND FUND C/O COLCHESTER GLOBAL INVESTORS, INC	36-7324183	115,227
		WESTERN GAS EQUITY PARTNERS LP	46-0967367	14
		YET2VENTURES FUND II, L P	27-3180386	(4,133)
		Total		3,191,869

AMENDED AND RESTATED BYLAWS
OF
THE McCONNELL FOUNDATION,
a California nonprofit corporation

Adopted August 1964

Revised June 1988, December 1988, January 1989, July 1989, October 1989,
February 1990, March 1990, July 1990, February 1991, October 1991, March 1992,
June 1992, February 1993, March 1994, June 1995, July 1999, September 7, 2011,
February 21, 2012, October 1, 2013

ARTICLE I OFFICE

Section 1. PRINCIPAL OFFICE. The principal office of the corporation is hereby fixed and located at 800 Shasta View Drive, Redding, Shasta County, California 96003-8208. The Board of Directors is hereby granted full power and authority to change said principal office from one location to another in said City and County.

Section 2. OTHER OFFICES. Branch or subordinate offices may be at any time established by the Board of Directors at any place or places where the corporation is qualified to do business.

ARTICLE II MEMBERS

Section 1. NUMBER. This corporation shall have no members other than the persons who from time to time shall constitute the Board of Directors of the corporation.

Section 2. MEETINGS. No meeting of the members as such shall be held.

ARTICLE III DIRECTORS

Section 1. POWERS. Subject to the limitations contained in the Articles of Incorporation, in these bylaws and in Title One, Division 2, Part 1 of the Corporations Code of California, the Board of Directors may exercise all powers and do all acts and things that may be exercised and done by the corporation. Without prejudice to such general powers, but subject to the same limitations, it is hereby expressly declared that the Board of Directors shall have the following powers, to wit:

First: to select and remove all officers, agents and employees of the corporation, prescribe such powers and duties for them as are not inconsistent with law, with the Articles of Incorporation or these bylaws, fix their compensation, and require from them security for faithful service.

Second: to confer by resolution upon any officer of the corporation the right to select and remove agents and employees of the corporation.

Third: to conduct, manage and control the affairs of the corporation, and to make such rules and regulations therefore not inconsistent with law, with the Articles of Incorporation or these bylaws, as they may deem best.

Fourth: to change the principal office of the corporation from one location to another within the County of Shasta, State of California, as provided in Article I, Section 1 hereof; to fix and locate from time to time one or more branch or subsidiary offices of

the corporation within or without the State of California, as provided by Article I, Section 2 hereof; and to adopt, make and use a corporate seal and to alter the form of such seal from time to time as in their judgment they may deem best, provided such seal at all times comply with the provisions of the law.

Fifth: to borrow money and incur indebtedness for the purposes of the corporation and to cause to be executed and delivered therefore in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, or other evidence of debt and securities therefore.

Sixth: to delegate any of the powers of the Board of Directors to any committee, officer or agent.

Seventh: to purchase or otherwise acquire for the corporation any property, rights or privileges which the corporation is authorized to acquire, upon such terms and conditions as the Board of Directors shall see fit.

Eighth: to determine who shall be authorized on the corporation's behalf to sign bills, notes, receipts, acceptances, endorsements, checks, releases, satisfactions, contracts and documents.

Ninth: to apply and give any property or funds of the corporation for such religious, charitable, scientific, literary and/or educational purposes, and upon such terms and conditions as the Board of Directors shall designate.

Section 2. NUMBER AND QUALIFICATION OF DIRECTORS. The authorized number of directors of the corporation, entitled to vote, shall be five until changed by amendment of the Articles of Incorporation or by a bylaw amending this Section 2, Article III of these bylaws duly adopted by the vote or written assent of a majority of the Board of Directors. For any Director first elected to a term on or after February 1, 2012, the mandatory age for retirement shall be the next annual meeting immediately following a Director's eightieth birthday. The foregoing age restriction shall not apply to any Director first elected to a term of office before February 1, 2012. Any Director who has served for ten (10) years who resigns shall automatically become a Director Emeritus, entitled to all the privileges of any elected Director, other than the privilege to vote on or receive compensation as a Director.

Section 3. TERM OF OFFICE. Directors shall hold office until their successors are elected and qualify in their stead. Subject to the mandatory age of retirement specified in Section 2, Article III (to the extent applicable), Directors shall serve for terms of office as follows:

(a) A Director elected at a meeting other than at the corporation's annual meeting shall serve from the date of election to the date of the next annual meeting.

(b) A Director elected at the corporation's annual meeting shall serve for a six-year term. Provided, that, in order to implement staggered terms for the

Directors (the terms of two of whom are scheduled to expire at the annual meeting to be held on February 21, 2012), one Director at said meeting shall be elected for a one year term and one Director shall be elected for a four year term.

(c) Any Director first elected to a term on or after February 1, 2012 shall serve no more than two (2) six-year terms, exclusive of any time served as a Director pursuant to Section 3(a), Article III, and exclusive of the terms served by the Directors elected at the annual meeting to be held on February 21, 2012, pursuant to Section 3(b), Article III. The foregoing restriction of two (2) six-year terms shall not apply to any Director first elected to a term of office before February 1, 2012.

Section 4. VACANCIES. Vacancies in the Board of Directors shall be filled by a majority of the remaining Directors though less than a quorum, or by a sole remaining Director and each Director so elected shall hold office until his successor shall have been elected and qualified. If a Director shall give notice of his resignation to take effect at a future time, the Board of Directors shall have the power to elect a successor to take office when the resignation is to become effective.

Section 5. MEETINGS OF BOARD OF DIRECTORS. The Board shall hold its annual meeting on the third Tuesday in February, at which time officers are to be elected for a term of one year. At the last regular Board meeting of each year, the Board shall set a minimum of three additional regular Board meetings for the subsequent year. Should the date of any regular meeting fall on a holiday, such meeting shall be held on the next succeeding business day thereafter. Meetings of the Board of Directors may be called at any time by the President on one day's notice to each Director either personally or in writing or by telegram; such meetings may be called in like manner and on like notice by the Vice-President or by any two Directors. Meetings of the Board of Directors may be held without notice, provided all of the Directors are present or all of the Directors consent in writing to the holding of the meeting at the time and place when the same is held. Meetings may be held at any place within or without the State of California designated from time to time by resolution of the Board of Directors or by written consent of all of its members. In the absence of such designation, meetings shall be held at the principal office of the corporation. Voting at all meetings of the Board of Directors shall be by ballot. Every director shall be entitled to one vote and may not vote by proxy.

Section 6. FEES AND COMPENSATION. Nothing herein contained shall be construed to preclude any Director from serving the corporation in any other capacity as an officer, agent, employee or otherwise, and receiving compensation therefore. Directors may receive such compensation, if any, for their services as directors or officers, and such reimbursement of expenses, as the board may establish by resolution to be just and reasonable as to the corporation at the time that the resolution is adopted.

Section 7. QUORUM. One-third of the authorized number of Directors, but in no event less than two, shall be necessary to constitute a quorum. Every act or decision

done or made by a majority of the Directors present at a meeting duly held, at which a quorum is present, shall be regarded as the act of the Board of Directors, unless a greater number be required by law, the Articles of Incorporation or the bylaws.

ARTICLE IV OFFICERS

Section 1.

OFFICERS. The officers of the corporation shall be:

1. Chairman of the Board
2. President/CEO
3. Vice-President
4. Secretary
5. Treasurer

Officers need not be Directors. One person may hold two or more offices, except those of President and Secretary. Such officers shall be chosen by the Board of Directors at any meeting and each shall hold his office until he shall resign or shall be removed or otherwise disqualified to serve, or his successor shall be elected and qualified.

The corporation may also have, at the discretion of the Board of Directors, one or more additional Vice-President, and one or more Assistant Secretaries, one or more Assistant Treasurers, and such other officers as may be appointed in accordance with the provisions of Section 3 of this Article.

Section 2. ELECTION. The officers of the corporation, except such officers as may be appointed in accordance with the provisions of Sections 3 or 5 of this Article, shall be chosen by the Board of Directors, and each shall hold his or her office at the pleasure of the Board of Directors, who may, either at a regular or special meeting, remove any such officer and appoint his or her successor.

Section 3. SUBORDINATE OFFICERS, ETC. The Board of Directors may appoint such other officers as it may deem necessary, each of whom shall hold office for such period, have such authority, and perform such duties as are provided in these bylaws or as the Board of Directors may from time to time determine.

Section 4. REMOVAL AND RESIGNATION. Any officer may be removed, either with or without cause, by a majority of the directors in office at the time, at a regular or special meeting of the Board, or by any officer upon whom such power of removal may be conferred by the Board of Directors. Any officer may resign at any time by giving written notice to the Board of Directors, to the President or to the Secretary of the corporation. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein; unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 5. VACANCIES. A vacancy in any office because of death, resignation,

removal, disqualification or any other cause shall be filled in the manner prescribed in these bylaws for regular appointments to such office.

Section 6. **PRESIDENT.** The president shall be the chief executive officer of the corporation and shall, subject to the control of the Board of Directors, have general supervision, direction and control of the corporate affairs and the officers of the corporation. He shall sign as President, on behalf of the corporation, all contracts and other instruments in writing. He shall have such other powers and duties as from time to time may be prescribed by the Board of Directors or these bylaws.

Section 7. **VICE-PRESIDENT.** In the absence or disability of the President, the Vice-President shall be vested with the powers required to perform the duties of the President, and shall have such other powers and perform such other duties as from time to time may be prescribed by the Board of Directors or these bylaws.

Section 8. **SECRETARY.** The Secretary shall keep or cause to be kept, a book of minutes at the principal office or such other place as the Board of Directors may order, of all meetings of Directors, with the time and place of holding, whether regular or special, and if special, how authorized, the notice thereof given, the names of those Directors present, and the proceedings thereof including a record of all votes. He shall give or cause to be given, notice of all meetings of the Board of Directors. He shall have custody of the seal of the corporation and shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or these bylaws.

Section 9. **TREASURER.** The Treasurer shall keep and maintain or cause to be kept and maintained, adequate and correct accounts of receipts and disbursements of the corporation. He shall receive and shall have custody of the corporate funds and securities and shall deposit all monies and valuable effects in the name of and to the credit of the corporation in such depositories as may be designated by the Board of Directors. He shall disburse the funds of the corporation as ordered by the Board of Directors. He shall render to the President and the Directors whenever they request it, an account of all of his transactions as Treasurer and of the financial condition of the corporation. He shall have such other powers and perform such other duties as from time to time may be prescribed by the Board of Directors or these bylaws.

Section 10. **CHAIRMAN OF THE BOARD.** The Chairman of the Board shall preside at all Board meetings and have the powers and duties as the Board or bylaws may prescribe.

ARTICLE V MISCELLANEOUS

Section 1. **CHECKS, DRAFTS, ETC.** All checks, drafts or other orders for payment of money, notes or other evidences of indebtedness issued in the name of or payable to the corporation, shall be signed or endorsed by any two of the following: Directors, officers, Vice President of Operations or the Director of Administration.

Section 2. CONTRACTS, ETC., HOW EXECUTED. The Board of Directors, except as these bylaws or the Articles of Incorporation otherwise provide, may authorize any officer or officers, agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances; and unless so authorized by the Board of Directors, no officer, agent or employee shall have any power or authority to bind the corporation by any contract or agreement or to pledge its credit to render it liable for any purpose or to any amount.

Section 3. RIGHT OF INDEMNIFICATION. The Foundation shall have the right, to the fullest extent permitted by law, to indemnify any Director or officer who was or is a party or is threatened to be made a party to any civil, criminal, administrative, or investigative proceeding by reason of the fact that such person is or was a Director or officer of the Foundation, against expenses, attorneys fees, judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with such proceeding, provided that all of the requirements of Section 5238 of the Nonprofit Corporation Law of California for such indemnification are met. The Foundation shall have the right to purchase and maintain insurance on behalf of any such officer or Director, whether or not the Foundation would have the power to indemnify such person against the liability insured against.

ARTICLE VI AMENDMENTS

POWER OF DIRECTORS. New bylaws may be adopted or these bylaws may be repealed by the affirmative vote of a majority of the Board of Directors.

ARTICLE VII SEAL

The corporation shall have a seal consisting of the name of the corporation and the date of its incorporation.

(Certification on next page)

/s/
Secretary of the Corporation

Form **8868**

(Rev. January 2014)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**▶ File a separate application for each return.
▶ Information about Form 8868 and its instructions is at www.irs.gov/form8868.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- 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.

Enter filer's identifying number, see instructions

**Type or
print**File by the
due date for
filing your
return. See
instructions

Name of exempt organization or other filer, see instructions

Employer identification number (EIN) or

THE MCCONNELL FOUNDATION

94-6102700

Number, street, and room or suite no. If a P.O. box, see instructions

Social security number (SSN)

800 SHASTA VIEW DRIVE

City, town or post office, state, and ZIP code. For a foreign address, see instructions

REDDING, CA 96003

Enter the Return code for the return that this application is for (file a separate application for each return) ☐ **0** ☐ **4**

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

- The books are in the care of ▶ LEE W. SALTER

Telephone No ▶ 530 226-6200

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 08/15, 20 14, to file the exempt organization return for the organization named above. The extension is for the organization's return for.
- ▶ ☒ calendar year 20 13 or
- ▶ ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____

- 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 Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a \$	237,278.
b If this application is for Form 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 \$	276,996.
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 \$	0

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

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2014)

JSA

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- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box. ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions		Enter filer's identifying number, see instructions	
	THE MCCONNELL FOUNDATION		Employer identification number (EIN) or	
	Number, street, and room or suite no. If a P.O. box, see instructions		94-6102700	
	800 SHASTA VIEW DRIVE		Social security number (SSN)	
City, town or post office, state, and ZIP code For a foreign address, see instructions				
REDDING, CA 96003				

Enter the Return code for the return that this application is for (file a separate application for each return) **0 4**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **LEE W. SALTER**
Telephone No. **530 226-6200** 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

- I request an additional 3-month extension of time until **11/17, 2014**
- For calendar year **2013**, or other tax year beginning _____, 20____, and ending _____, 20____.
- If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period
- State in detail why you need the extension **ADDITIONAL TIME IS NECESSARY TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN**

8a 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.	8a \$	0
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 and any amount paid previously with Form 8868	8b \$	276,996.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	0

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature **Kristi P.** Title **CPA** Date **7-28-2014**

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
45480660.		SALE OF SECURITIES PROPERTY TYPE: SECURITIES 41495760.				P	VAR 3,984,900.	VAR
5,267,603.		DISTRIBUTIONS PROPERTY TYPE: SECURITIES				P	VAR 5,267,603.	VAR
TOTAL GAIN(LOSS)							<u>9,252,503.</u>	