

Form 990-PF

Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

OMB No 1545-0052

2011

Department of the Treasury Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2011, or tax year beginning 01-01-2011, and ending 12-31-2011

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

Name of foundation: Morningstar Foundation (1189). Employer identification number: 52-1270464. Telephone number: (301) 951-9090. City: Bethesda, MD 20814. Accounting method: Cash.

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 page 11 of the instructions))

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

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

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing					
	2	Savings and temporary cash investments	3,771,567		3,587,713		3,587,713
	3	Accounts receivable ▶ <u>333,367</u>					
		Less allowance for doubtful accounts ▶ _____	217,173		333,367		333,134
	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 page 15 of the instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____					
		Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)	3,277,425				
	b	Investments—corporate stock (attach schedule)	23,843,886 <input type="checkbox"/>		27,969,212		30,539,106
	c	Investments—corporate bonds (attach schedule)	9,053,763 <input type="checkbox"/>		19,036,433		19,771,065
	11	Investments—land, buildings, and equipment basis ▶ _____					
	Less accumulated depreciation (attach schedule) ▶ _____						
12	Investments—mortgage loans						
13	Investments—other (attach schedule)	44,510,963 <input type="checkbox"/>		71,532,025		73,340,687	
14	Land, buildings, and equipment basis ▶ _____						
	Less accumulated depreciation (attach schedule) ▶ _____						
15	Other assets (describe ▶ _____)						
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	84,674,777		122,458,750		127,571,705	
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)					
	23	Total liabilities (add lines 17 through 22)			0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>		and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>		and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	84,674,777		122,458,750		
	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 page 17 of the instructions)	84,674,777		122,458,750			
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	84,674,777		122,458,750			

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	84,674,777
2	Enter amount from Part I, line 27a	2	43,319,775
3	Other increases not included in line 2 (itemize) ▶ _____ <input type="checkbox"/>	3	982,487
4	Add lines 1, 2, and 3	4	128,977,039
5	Decreases not included in line 2 (itemize) ▶ _____ <input type="checkbox"/>	5	6,518,289
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	122,458,750

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 Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	8,734,634
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of 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))
2010	4,732,396	90,886,020	0.05207
2009	4,280,445	71,807,481	0.05961
2008	1,770,445	59,732,164	0.02964
2007	79,326	52,140,222	0.001521
2006	77,828	33,807,542	0.002302

2 Total of line 1, column (d).	2	0.145143
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	0.029029
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	119,576,447
5 Multiply line 4 by line 3.	5	3,471,185
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	97,105
7 Add lines 5 and 6.	7	3,568,290
8 Enter qualifying distributions from Part XII, line 4.	8	5,698,267

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	97,105
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	97,105
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	97,105
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	133,017
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	100,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	233,017
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> 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	135,912
11	Enter the amount of line 10 to be Credited to 2012 estimated tax 135,912 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
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? <i>If "Yes," attach a detailed description of the activities.</i>		No
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? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	
b If "Yes," has it filed a tax return on Form 990-T for this year?	Yes	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
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?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) DC, MD _____		
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? <i>If "No," attach explanation .</i>	Yes	
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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	Yes	

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 page 20 of the instructions).	11		No
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ _____	13	Yes	
14 The books are in care of ▶ <u>TAXPAYER</u> Telephone no ▶ <u>(301) 951-9090</u> Located at ▶ <u>4550 MONTGOMERY AVE SUITE 650N BETHESDA MD</u> ZIP+4 ▶ <u>20814</u>			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16 At any time during calendar year 2011, 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 ▶ _____			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a During the year did the foundation (either directly or indirectly)				
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? . . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c			No
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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____				
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 page 20 of the 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 ▶ 20____, 20____, 20____, 20____				
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b If "Yes," did it have excess business holdings in 2011 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>)	3b			
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a			No
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 2011?	4b			No

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 page 22 of the instructions). Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. **5b**

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

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

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

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** **No**

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 page 22 of the 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
GEORGE P LEVENDIS ESQ 4550 Montgomery Avenue Ste 650N Bethesda, MD 20814	SECTY/TREASURER 5 0	0	0	0
SUSAN R GELMAN 4550 Montgomery Avenue Ste 650N Bethesda, MD 20814	President 5 0	0	0	0
MICHAEL C GELMAN 4550 Montgomery Avenue Ste 650N Bethesda, MD 20814	Vice President 5 0	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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
ADINA BARKINSKIY C/O MORNINGSTAR FOUNDATION BETHESDA, MD 20814	PROGRAM DIRECTOR 40 0	72,000	19,903	0
Total number of other employees paid over \$50,000. <input type="checkbox"/>				

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 page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Rockefeller & Co 10 ROCKEFELLER PLAZA 3rd Floor NEW YORK, NY 10020	ADMINISTRATION	162,390
Tweedy Browne Company LLC 350 Park Avenue NEW YORK, NY 10022	Investment Advisory	201,851
Advisory Research Inc 1659 Paysphere Circle CHICAGO, IL 60674	Investment Advisory	52,572
Total number of others receiving over \$50,000 for professional services.		▶

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 	
2 	
3 	
4 	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount	
1 N/A		
2 		
All other program-related investments See page 24 of the instructions 3 		
Total. Add lines 1 through 3.		▶

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	115,046,000
b	Average of monthly cash balances.	1b	6,351,408
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	121,397,408
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	0
3	Subtract line 2 from line 1d.	3	121,397,408
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	1,820,961
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	119,576,447
6	Minimum investment return. Enter 5% of line 5.	6	5,978,822

Part XI Distributable Amount (see page 25 of the 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	5,978,822
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	97,105
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	97,105
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	5,881,717
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	5,881,717
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	5,881,717

Part XII Qualifying Distributions (see page 25 of the 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	5,698,267
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	5,698,267
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 page 26 of the instructions).	5	97,105
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	5,601,162

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				5,881,717
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			0	
b Total for prior years 2009 , 2008 , 2007				
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				
d From 2009.				0
e From 2010.				156,030
f Total of lines 3a through e.	156,030			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>5,698,267</u>				
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).				
d Applied to 2011 distributable amount.				5,698,267
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	156,030			156,030
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				27,420
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.				
10 Analysis of line 9				
a Excess from 2007.				
b Excess from 2008.				
c Excess from 2009.				
d Excess from 2010.				
e Excess from 2011.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling.

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

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

SUSAN R GELMAN

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

NONE

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

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

c Any submission deadlines

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

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 <i>Paid during the year</i> SEE SCHEDULE ATTACHED SEE SCHEDULE ATTACHED Bethesda, MD 20814	None		For general charitable purposes	5,358,447
Total ▶ 3a				5,358,447
b <i>Approved for future payment</i>				
Total ▶ 3b				

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

Table with 3 columns: Question, Yes, No. Rows include: 1. Did the organization directly or indirectly engage... 2a. Transfers from the reporting foundation... 1a(1) Cash, 1a(2) Other assets. 2b. Other transactions: 1b(1) Sales of assets, 1b(2) Purchases of assets, 1b(3) Rental of facilities, 1b(4) Reimbursement arrangements, 1b(5) Loans or loan guarantees, 1b(6) Performance of services. 2c. Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

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.

Schedule table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Multiple empty rows.

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 [X] No

b If "Yes," complete the following schedule. Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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 or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee: ***** Date: 2013-01-30 Title: *****

Sign Here

Paid Preparer's Use Only

Preparer's Signature: James M Mulvaney CPA
Firm's name: Rockefeller Trust Co NA
Firm's address: 10 Rockefeller Plz 3rd FL, New York, NY 10020

May the IRS discuss this return with the preparer shown above? See instructions.

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Schedule of Contributors

OMB No 1545-0047

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

2011

Department of the Treasury
Internal Revenue Service

Name of organization
Morningstar Foundation (1189)

Employer identification number
52-1270464

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule—

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. . . . ▶ \$ _____

Caution. An Organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box in the heading of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization Morningstar Foundation (1189)	Employer identification number 52-1270464
--	---

Part I Contributors (see Instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
—	See Additional Data Table _____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization Morningstar Foundation (1189)	Employer identification number 52-1270464
--	---

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>3</u>	Marketable Securities	\$ <u>2,110,480</u>	<u>2011-03-08</u>
<u>4</u>	Marketable Securities	\$ <u>7,368,633</u>	<u>2011-03-08</u>
<u>5</u>	ACCRUED INTEREST ON BONDS	\$ <u>22,568</u>	<u>2011-03-08</u>
<u>6</u>	Marketable Securities	\$ <u>29,093,920</u>	<u>2011-06-21</u>
<u> </u>	_____	\$ _____	_____
<u> </u>	_____	\$ _____	_____

Name of organization Morningstar Foundation (1189)	Employer identification number 52-1270464
--	---

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete columns (a) through (e) and the following line entry)
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ▶ \$
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
<hr/> <hr/> <hr/>		<hr/> <hr/> <hr/>	
—	<hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
<hr/> <hr/> <hr/>		<hr/> <hr/> <hr/>	
—	<hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
<hr/> <hr/> <hr/>		<hr/> <hr/> <hr/>	
—	<hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
<hr/> <hr/> <hr/>		<hr/> <hr/> <hr/>	

Additional Data

Software ID:
Software Version:
EIN: 52-1270464
Name: Morningstar Foundation (1189)

Form 990 Schedule B, Part 1 - Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	SUSAN R GELMAN 1997 CLAT C/O RTC-DEL 1201 N MARKET ST STE Wilmington, DE 19801	\$ 236,032	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	SSR CLAT 2004 c/o RTC 10 Rockefeller Plz 3rd Fl New York, NY 10112	\$ 106,717	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	SSR CLAT 2004 C/O RTC 10 ROCKEFELLER PLZ 3rd Fl New York, NY 10020	\$ 2,110,480	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
4	SUSAN R GELMAN 1997 CLAT C/O RTC-DEL 1201 N MARKET ST STE Wilmington, DE 19801	\$ 7,368,633	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
5	SUSAN R GELMAN 1997 CLAT C/O RTC-DEL 1201 N MARKET ST STE Wilmington, DE 19801	\$ 22,568	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
6	Richard N Goldman Administrative T c/o MVM 455 Market St 1690 San Francisco, CA 94105	\$ 29,093,920	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)

Form 990 Schedule B, Part 1 - Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	Richard N Goldman Administrative T c/o MVM 455 Market St 1690 San Francisco, CA 94105 	\$ <u>24,838</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)

TY 2011 Accounting Fees Schedule

Name: Morningstar Foundation (1189)

EIN: 52-1270464

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	5,816			5,816

**TY 2011 All Other Program
Related Investments Schedule**

Name: Morningstar Foundation (1189)

EIN: 52-1270464

Category	Amount
NONE	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Depreciation Schedule

Name: Morningstar Foundation (1189)

EIN: 52-1270464

**TY 2011 Investments Corporate
Bonds Schedule****Name:** Morningstar Foundation (1189)**EIN:** 52-1270464

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED	19,036,433	19,771,065

**TY 2011 Investments Corporate
Stock Schedule****Name:** Morningstar Foundation (1189)**EIN:** 52-1270464

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED	27,969,212	30,539,106

TY 2011 Investments Government Obligations Schedule

Name: Morningstar Foundation (1189)

EIN: 52-1270464

**US Government Securities - End of
Year Book Value:**

**US Government Securities - End of
Year Fair Market Value:**

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2011 Investments - Other Schedule

Name: Morningstar Foundation (1189)

EIN: 52-1270464

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SEE ATTACHMENTS	AT COST	71,532,025	73,340,687

TY 2011 Land, Etc. Schedule

Name: Morningstar Foundation (1189)

EIN: 52-1270464

TY 2011 Legal Fees Schedule

Name: Morningstar Foundation (1189)

EIN: 52-1270464

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	26,748			26,748

TY 2011 Other Decreases Schedule

Name: Morningstar Foundation (1189)

EIN: 52-1270464

Description	Amount
FMV/BASIS ADJ ASSETS REC'D BY GIFT	6,518,289

TY 2011 Other Expenses Schedule

Name: Morningstar Foundation (1189)

EIN: 52-1270464

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COMPUTER EXPENSE	21,631			21,631
MARKETING	1,500			1,500
OFFICE EXPENSE	42,238			42,238
BANK ADR FEES	518	518		
BANK CUSTODY FEES	23,630	23,630		
CONSULTING FEES	27,404			27,404
MISCELLANEOUS	7,497			7,497
BANK SERVICES CHARGES	405	405		
LICENSES & PERMITS	960			960
ADMINISTRATIVE SERVICES	35,708			35,708
OFFICE EQUIPMENT	17,571			17,571

TY 2011 Other Income Schedule

Name: Morningstar Foundation (1189)

EIN: 52-1270464

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
INCOME (LOSS) FROM PARTNERSHIPS	289,002	-210,669	
SECTION 988 INCOME (LOSS)	1,524	1,524	
F/X GAIN ON SHORT-TERM SALES	1,267	1,267	

TY 2011 Other Increases Schedule

Name: Morningstar Foundation (1189)

EIN: 52-1270464

Description	Amount
BASIS ADJUSTMENT PER IRC SEC 1022	766,582
BOOK/TAX DIFFERENCES	215,905

TY 2011 Other Liabilities Schedule

Name: Morningstar Foundation (1189)

EIN: 52-1270464

Description	Beginning of Year - Book Value	End of Year - Book Value
PAYROLL W/H PAYABLE		

TY 2011 Other Professional Fees Schedule

Name: Morningstar Foundation (1189)

EIN: 52-1270464

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADVISORY RESEARCH	52,572	52,572		
ROCKEFELLER & COMPANY	162,390	138,031		24,359
MONTAG & CALDWELL	42,881	42,881		
TWEEDY BROWNE CO, LLC	201,851	201,851		
REGIS METRO ASSOCIATES	500	500		

TY 2011 Substantial Contributors Schedule

Name: Morningstar Foundation (1189)

EIN: 52-1270464

Name	Address
Richard N Goldman Administrative T	c/o MVM 455 Market St 1690 San Francisco, CA 94105
Richard N Goldman Administrative T	c/o MVM 455 Market St 1690 San Francisco, CA 94105

TY 2011 Taxes Schedule

Name: Morningstar Foundation (1189)

EIN: 52-1270464

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	78,465	78,465		
FEDERAL TAX 990-PF	95,000			
FEDERAL TAX 990-T	40,522			
DC CORPORATE TAX	20,000			
OTHER	120			

Disclosure Statement

Do not use this form to disclose items or positions that are contrary to Treasury regulations. Instead, use Form 8275-R, Regulation Disclosure Statement. See separate instructions.

▶ **Attach to your tax return.**

Name(s) shown on return

Morningstar Foundation (1189)

Identifying number shown on return

52-1270464

Part I General Information (see instructions)

(a) Rev. Rul., Rev. Proc., etc.	(b) Item or Group of Items	(c) Detailed Description of Items	(d) Form or Schedule	(e) Line No	(f) Amount
1	Cost Basis	Differences from cost bases reported by brokers/custodians	D-1	1a	(1,503,928)
2	Cost Basis	Differences from cost bases reported by brokers/custodians	D-1	6a	2,222,788
3					
4					
5					
6					

Part II Detailed Explanation (see instructions)

- 1 See attached

- 2 See attached

- 3

- 4

- 5

- 6

Part III Information About Pass-Through Entity. To be completed by partners, shareholders, beneficiaries, or residual interest holders.

Complete this part only if you are making adequate disclosure for a pass-through item.

Note: A pass-through entity is a partnership, S corporation, estate, trust, regulated investment company (RIC), real estate investment trust (REIT), or real estate mortgage investment conduit (REMIC)

1 Name, address, and ZIP code of pass-through entity	2 Identifying number of pass-through entity
	3 Tax year of pass-through entity to
	4 Internal Revenue Service Center where the pass-through entity filed its return

Part IV Explanations (continued from Parts I and/or II)

Due to recent changes in the law, brokers are required to report the tax basis for certain sales of stock on Form 1099-B beginning in 2011 and for later years. A Foundation is not required to file new Form 8949 that shows the tax basis that a broker supplied to a taxpayer; however tax basis is reported on the Schedule D accompanying the Form 990-PF. We have supplied the tax basis on the Schedule D that matches our books and records, which uses a method of identifying stock that we have consistently used for many years. However, we have discovered some discrepancies between the tax basis reported by our custodians on the Form 1099-B and that shown on our books and records. We communicated our method of identifying stock to all our custodians requesting that they use this method in identifying the stock sold, but we were told they were unable to accommodate our request due to limitations in their computer systems. We were thus required to select a method offered on their standard new account forms that most closely reflected our method. The discrepancies in the tax basis resulted from the custodians using the method selected on these forms in lieu of our desired method. We are providing this information regarding these discrepancies in the interest of full disclosure.

Morningstar Foundation (1189)
EIN 52-1270464
Form 8275 Disclosure
FYE 12/31/2011

Description	Source	Cost or other basis
<u>Form 8275, Part I, Line 1:</u>		
<u>Tax Basis' Reported by Trust on Form 1041:</u>		
Short term securities	Sch. D-1	23,215,051
Morgan Stanley Inst. Fd		690,795
Short term securities - Other	Sch. D-1	0
Wash Slaes Disallowed	Sch. D-1	0
Subtotal		<u>23,905,846</u>
<u>Tax Basis' Reported by Brokers/Custodians:</u>		
Short term covered securiites	Form 1099-B	630,590
Short term covered securiites	Form 1099-B	115,825
Short term covered securiites	Form 1099-B	133,367
Short term covered securiites	Form 1099-B	2,532,749
Short term noncovered securiites	Substitute Stmt.	21,099,202
Short term noncovered securiites	Substitute Stmt.	182,206
Short term noncovered securiites	Substitute Stmt.	62,266
Short term noncovered securiites	Substitute Stmt.	653,569
Subtotal		<u>25,409,774</u>
Difference		<u>(1,503,928)</u>

Form 8275, Part I, Line 2:

<u>Tax Basis' Reported by Trust on Form 1041:</u>		
Long term securities	Sch. D-1	31,135,902
Long term securities - Other	Sch. D-1	0
Basis Adjustment from Estate-Form 8939	Sch. D-1	766,582
Subtotal		<u>31,902,484</u>
<u>Tax Basis' Reported by Brokers/Custodians:</u>		
Long term securities	Substitute Stmt.	27,851,482
Long term securities	Substitute Stmt.	764,632
Long term securities	Substitute Stmt.	521,737
Long term securities	Substitute Stmt.	479,579
Long term securities	Substitute Stmt.	62,266
Long term securities with unknown cost basis	Substitute Stmt.	0
Subtotal		<u>29,679,696</u>
Difference		<u>2,222,788</u>

The Morningstar Foundation (1189)
EIN: 52-1270464

Schedule D - Attachment
Rockefeller & Co.

From: 01/01/2011 To: 12/31/2011

Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Short Term					
Regular Gain/Loss					
450000 Sh 3M Company 4 375% 08 15 13	07 29 2011	10 07 2011	481,284 00	482,302 17	-1,018 17
250 Sh Accenture Plc	12 17 2010	06 17 2011	13,487 76	12,628 85	858 91
350 Sh Accenture Plc	03 03 2011	06 17 2011	18,882 87	18,405 97	476 90
700 Sh Accenture Plc	07 05 2011	07 11 2011	43,186 16	42,819 00	367 16
459 Sh Accenture Plc	07 05 2011	12 14 2011	25,799 66	28,077 03	-2,277 37
341 Sh Accenture Plc	07 05 2011	12 15 2011	19,276 90	20,858 97	-1,582 07
332 Sh Accenture Plc	07 05 2011	12 19 2011	17,808 50	20,308 44	-2,499 94
668 Sh Accenture Plc	07 05 2011	12 20 2011	36,320 40	40,861 56	-4,541 16
460 Sh ACE Limited	05 13 2011	11 08 2011	33,123 55	31,255 16	1,868 39
25000 Sh Aegon N V - American Reg Shs	09 02 2010	06 29 2011	163,916 83	138,710 00	25,206 83
30 Sh AerCap Holdings NV	05 03 2010	03 21 2011	395 37	429 32	-33 95
100 Sh AerCap Holdings NV	05 03 2010	03 22 2011	1,287 10	1,431 08	-143 98
210 Sh AerCap Holdings NV	04 29 2010	03 23 2011	2,680 89	2,940 57	-259 68
80 Sh AerCap Holdings NV	05 03 2010	03 23 2011	1,021 29	1,144 87	-123 58
70 Sh AerCap Holdings NV	04 29 2010	03 24 2011	908 13	980 19	-72 06
30 Sh AerCap Holdings NV	04 27 2010	03 25 2011	395 42	420 04	-24 62
80 Sh AerCap Holdings NV	04 29 2010	03 25 2011	1,054 44	1,120 21	-65 77
90 Sh AerCap Holdings NV	04 27 2010	03 28 2011	1,174 20	1,260 13	-85 93
30 Sh AerCap Holdings NV	04 27 2010	03 29 2011	383 37	420 04	-36 67
90 Sh AerCap Holdings NV	04 28 2010	03 29 2011	1,150 10	1,257 75	-107 65
130 Sh AerCap Holdings NV	04 28 2010	03 30 2011	1,637 84	1,816 75	-178 91
90 Sh AerCap Holdings NV	04 30 2010	03 30 2011	1,133 89	1,256 09	-122 20
90 Sh AerCap Holdings NV	04 30 2010	03 31 2011	1,131 82	1,256 08	-124 26
30 Sh AerCap Holdings NV	05 05 2010	03 31 2011	377 27	411 34	-34 07
20 Sh AerCap Holdings NV	04 29 2010	04 01 2011	251 96	272 00	-20 04
60 Sh AerCap Holdings NV	05 05 2010	04 01 2011	755 88	822 67	-66 79
200 Sh AerCap Holdings NV	04 29 2010	04 04 2011	2,484 61	2,720 00	-235 39
70 Sh AerCap Holdings NV	04 29 2010	04 05 2011	871 86	952 00	-80 14
1255 Sh Aflac, Inc	10 12 2011	11 08 2011	57,035 51	51,745 41	5,290 10
1130 Sh Akzo Nobel N V	02 22 2010	02 18 2011	77,789 01	60,544 19	17,244 82
200000 Sh Alcoa Inc 5 375% Due 01 15 13	05 12 2010	04 21 2011	214,750 00	207,226 47	7,523 53
1200 Sh Allegheny Technologies, Inc	10 14 2010	06 29 2011	76,887 08	58,307 04	18,580 04
300 Sh Allergan, Inc	04 30 2010	04 27 2011	23,757 17	19,103 07	4,654 10
75000 Sh Altria Group, 4 125% 09 11 15	07 27 2011	12 14 2011	82,782 00	80,472 24	2,309 76
20 Sh Apache Corporation	12 27 2010	06 03 2011	2,385 49	2,361 99	23 50
180 Sh Apache Corporation	01 25 2011	06 03 2011	21,469 45	21,869 23	-399 78
2755 Sh Apache Corporation	07 21 2010	06 29 2011	333,588 00	241,901 67	91,686 33

Run Date 01 23 2013 05 48 PM

The Morningstar Foundation (1189)
EIN: 52-1270464

Schedule D - Attachment
Rockefeller & Co.

From: 01/01/2011 To: 12/31/2011

Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Short Term					
Regular Gain/Loss					
2410 Sh Apache Corporation	07 23 2010	06 29 2011	291,813.82	212,080.00	79,733.82
825 Sh Apache Corporation	07 23 2010	06 29 2011	99,894.77	74,085.25	25,809.52
900 Sh Apache Corporation	07 05 2011	09 13 2011	84,170.88	112,635.00	-28,464.12
570 Sh Apache Corporation	12 06 2010	09 14 2011	53,564.49	66,115.78	-12,551.29
190 Sh Apache Corporation	12 09 2010	09 14 2011	17,854.83	21,667.22	-3,812.39
160 Sh Apache Corporation	12 27 2010	09 14 2011	15,035.65	18,895.96	-3,860.31
230 Sh Apache Corporation	01 27 2011	09 14 2011	21,613.74	26,924.33	-5,310.59
300 Sh Apache Corporation	07 05 2011	09 14 2011	28,191.84	37,545.00	-9,353.16
45 Sh Apple Inc	08 12 2010	01 18 2011	14,986.49	11,265.32	3,721.17
90 Sh Apple Inc	02 11 2011	07 27 2011	35,664.95	32,140.84	3,524.11
20 Sh Apple Inc	03 02 2011	07 27 2011	7,925.55	7,057.32	868.23
25 Sh Apple Inc	03 02 2011	08 18 2011	9,194.43	8,821.65	372.78
55 Sh Apple Inc	07 05 2011	08 18 2011	20,227.75	19,190.03	1,037.72
90 Sh Apple Inc	07 05 2011	09 23 2011	36,456.18	31,401.86	5,054.32
90 Sh Apple Inc	07 05 2011	10 19 2011	36,197.19	31,401.86	4,795.33
100 Sh Apple Inc	10 06 2011	10 19 2011	40,219.09	38,239.34	1,979.75
110 Sh Avery Dennison Corp	09 16 2010	03 23 2011	4,549.49	3,903.32	646.17
440 Sh Avery Dennison Corp	09 16 2010	03 24 2011	18,115.20	15,613.27	2,501.93
1185 Sh Avnet, Inc	10 19 2010	06 29 2011	36,717.58	32,417.45	4,300.13
2555 Sh Avnet, Inc	10 26 2010	06 29 2011	79,167.45	73,632.80	5,534.65
2485 Sh Avnet, Inc	10 25 2010	06 29 2011	76,998.48	72,591.82	4,406.66
1670 Sh Avnet, Inc	11 01 2010	06 29 2011	51,745.46	50,319.94	1,425.52
2100 Sh Avnet, Inc	11 02 2010	06 29 2011	65,069.14	63,517.65	1,551.49
1135 Sh Avnet, Inc	11 04 2010	06 29 2011	35,168.32	35,204.75	-36.43
400000 Sh BB&T 3 2% 03 15 16	07 25 2011	12 05 2011	414,716.00	409,698.77	5,017.23
3000 Sh BB&T Corporation	10 08 2010	06 29 2011	79,226.97	72,015.00	7,211.97
200000 Sh BOA Co 5 625% 10 14 16	09 09 2011	11 10 2011	198,000.00	204,156.69	-6,156.69
200000 Sh BOA Co 5 625% 10 14 16	09 09 2011	11 10 2011	196,008.00	204,156.68	-8,148.68
200000 Sh Boeing Capital 3 25% 10 27 14	05 31 2011	07 20 2011	213,110.00	212,124.23	985.77
400000 Sh BofA Corp Notes 7 375% 5 15 14	07 20 2011	09 09 2011	431,556.00	446,018.07	-14,462.07
400 Sh Broadcom Corp - Class A	11 04 2010	02 02 2011	17,205.54	16,849.08	356.46
320 Sh Broadcom Corp - Class A	08 27 2010	04 27 2011	11,430.85	10,408.55	1,022.30
450 Sh Broadcom Corp - Class A	09 09 2010	04 27 2011	16,074.64	15,320.48	754.16
30 Sh Broadcom Corp - Class A	11 04 2010	04 27 2011	1,071.64	1,263.68	-192.04
40 Sh Broadcom Corp - Class A	05 19 2010	05 11 2011	1,357.72	1,279.03	78.69
360 Sh Broadcom Corp - Class A	08 27 2010	05 11 2011	12,219.45	11,709.61	509.84
240 Sh Broadcom Corp - Class A	05 18 2010	05 12 2011	8,228.41	7,621.37	607.04

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Short Term					
Regular Gain/Loss					
460 Sh Broadcom Corp - Class A	05 19 2010	05 12 2011	15,771 12	14,708 82	1,062 30
200 Sh Broadcom Corp - Class A	05 20 2010	05 12 2011	6,857 00	6,343 98	513 02
5700 Sh Cameco Corporation	09 03 2010	06 29 2011	146,959 13	147,828 93	-869 80
300 Sh Cameron International Corporat	01 18 2011	04 11 2011	16,215 49	15,569 49	646 00
100000 Sh Campbell Soup Co 3 05% 7 15 17	03 08 2011	09 26 2011	105,144 00	100,066 21	5,077 79
350000 Sh Campbell Soup Co 3 05% 7 15 17	07 25 2011	09 26 2011	368,004 00	365,063 53	2,940 47
300 Sh Carnival Corporation	10 26 2010	03 01 2011	12,154 32	12,901 86	-747 54
410 Sh Carnival Corporation	01 21 2011	03 01 2011	16,610 91	18,917 44	-2,306 53
380 Sh Carnival Corporation	10 06 2010	03 10 2011	15,504 61	15,124 95	379 66
160 Sh Carnival Corporation	10 26 2010	03 10 2011	6,528 26	6,880 99	-352 73
600 Sh Carnival Corporation	10 06 2010	03 23 2011	23,413 05	23,881 50	-468 45
70 Sh Carnival Corporation	10 06 2010	03 29 2011	2,659 51	2,786 18	-126 67
560 Sh Carnival Corporation	10 19 2010	03 29 2011	21,276 05	21,912 07	-636 02
280 Sh Carrizo Oil & Gas Inc	03 17 2010	01 10 2011	9,350 89	7,059 22	2,291 67
420 Sh Carrizo Oil & Gas Inc	03 17 2010	01 26 2011	13,855 70	10,588 83	3,266 87
290 Sh Carrizo Oil & Gas Inc	03 17 2010	02 15 2011	10,229 09	7,311 33	2,917 76
350 Sh Carrizo Oil & Gas Inc	03 17 2010	02 24 2011	13,074 10	8,824 03	4,250 07
310 Sh Carrizo Oil & Gas Inc	03 17 2010	02 25 2011	11,466 79	7,815 56	3,651 23
3110 Sh Centrica plc	02 23 2011	11 09 2011	14,995 94	17,154 88	-2,158 94
1640 Sh Centrica plc	05 10 2011	11 09 2011	7,907 83	8,301 48	-393 65
2000 Sh China Agri-Industries Holdings	11 24 2010	11 09 2011	1,645 47	2,517 70	-872 23
2000 Sh China Agri-Industries Holdings	11 26 2010	11 09 2011	1,645 47	2,431 37	-785 90
1000 Sh China Agri-Industries Holdings	11 29 2010	11 09 2011	822 74	1,224 73	-401 99
530 Sh China Mobile (Hong Kong) Ltd	02 22 2011	11 08 2011	25,798 36	24,603 98	1,194 38
480 Sh Chubb Corp	05 13 2011	11 08 2011	32,353 19	31,219 20	1,133 99
160 Sh Coach, Inc	01 11 2011	03 17 2011	8,146 91	8,654 94	-508 03
100 Sh Coach, Inc	01 06 2011	03 18 2011	4,987 14	5,284 00	-296 86
60 Sh Coach, Inc	01 07 2011	03 18 2011	2,992 28	3,160 21	-167 93
100 Sh Coach, Inc	01 10 2011	03 18 2011	4,987 13	5,317 76	-330 63
40 Sh Coach, Inc	01 11 2011	03 18 2011	1,994 85	2,163 74	-168 89
200 Sh Coach, Inc	01 07 2011	03 21 2011	10,330 52	10,534 04	-203 52
1000 Sh Coach, Inc	07 05 2011	08 11 2011	52,430 39	66,806 50	-14,376 11
150 Sh Coach, Inc	01 05 2011	08 17 2011	7,681 17	7,867 97	-186 80
40 Sh Coach, Inc	01 07 2011	08 17 2011	2,048 31	2,106 81	-58 50
450 Sh Coach, Inc	01 25 2011	08 17 2011	23,043 52	23,655 24	-611 72
300 Sh Coach, Inc	06 16 2011	08 17 2011	15,362 34	17,544 24	-2,181 90
50000 Sh Comcast Corp Notes, 5 300%	06 24 2011	12 14 2011	53,957 00	54,233 07	-276 07

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Short Term					
Regular Gain/Loss					
5700 Sh Comcast Corporation - CL A	09 28 2010	06 29 2011	142,060 65	104,201 13	37,859 52
4000 Sh Comcast Corporation - CL A	09 24 2010	06 29 2011	99,691 68	74,205 60	25,486 08
3800 Sh Comcast Corporation - CL A	10 26 2010	06 29 2011	94,707 10	74,996 42	19,710 68
130 Sh Community Health Care	04 20 2010	04 11 2011	3,093 80	5,410 81	-2,317 01
450 Sh Community Health Care	04 20 2010	04 11 2011	12,313 66	18,729 72	-6,416 06
295 Sh Community Health Care	04 21 2010	04 11 2011	8,072 28	12,230 91	-4,158 63
3700 Sh Compuware Corporation	08 12 2010	06 29 2011	35,410 91	27,863 59	7,547 32
340 Sh Cree, Inc	04 04 2011	11 08 2011	10,305 81	15,547 55	-5,241 74
50000 Sh CSX Corp Debt 6 250% 4 1 15	07 25 2011	12 14 2011	57,068 00	56,938 39	129 61
50000 Sh CVS Caremark 6 6% 03 15 19	07 19 2011	12 14 2011	60,194 50	59,174 51	1,019 99
100000 Sh Diageo Cap Plc 5 30% 10 28 15	02 24 2011	03 24 2011	110,943 00	111,061 29	-118 29
50000 Sh Diageo Cap Plc 5 750% 10 23 17	07 21 2011	12 14 2011	58,944 00	57,737 76	1,206 24
95000 Sh Diageo Capital, 5 2% 1 30 13	03 08 2011	07 21 2011	101,365 00	100,707 64	657 36
6600 Sh Dongfang Electric Corp Ltd	03 23 2011	11 09 2011	23,051 92	23,198 42	-146 50
75000 Sh E I Du Pont, 6% 07 15 18	07 18 2011	12 09 2011	90,954 00	87,447 17	3,506 83
125000 Sh Eli Lilly & Co 4 5% 03 15 18	03 08 2011	05 12 2011	134,066 25	130,590 31	3,475 94
10 Sh Emerson Electric Co	08 30 2010	03 02 2011	588 47	467 82	120 65
372 Sh Emerson Electric Co	07 05 2011	12 22 2011	17,126 74	21,388 14	-4,261 40
728 Sh Emerson Electric Co	07 05 2011	12 23 2011	33,355 29	41,856 36	-8,501 07
121 Sh Endeavour Intl Corp	07 18 2011	11 09 2011	824 02	1,792 78	-968 76
72 Sh Endeavour Intl Corp	07 18 2011	11 09 2011	490 32	1,100 03	-609 71
229 Sh Endeavour Intl Corp	07 18 2011	11 10 2011	1,528 20	3,392 96	-1,864 76
111 Sh Endeavour Intl Corp	07 18 2011	11 10 2011	758 21	1,644 62	-886 41
123 Sh Endeavour Intl Corp	07 18 2011	11 10 2011	842 45	1,822 42	-979 97
104 Sh Endeavour Intl Corp	07 18 2011	11 10 2011	735 53	1,540 91	-805 38
48 Sh Endeavour Intl Corp	07 18 2011	11 10 2011	341 95	711 19	-369 24
78 Sh Endeavour Intl Corp	07 18 2011	11 14 2011	509 61	1,155 68	-646 07
89 Sh Endeavour Intl Corp	07 18 2011	11 14 2011	592 39	1,318 66	-726 27
163 Sh Endeavour Intl Corp	07 18 2011	11 15 2011	1,071 08	2,415 07	-1,343 99
91 Sh Endeavour Intl Corp	07 18 2011	11 16 2011	607 11	1,348 29	-741 18
32 Sh Endeavour Intl Corp	07 18 2011	11 16 2011	212 63	474 12	-261 49
71 Sh Endeavour Intl Corp	07 18 2011	11 18 2011	469 44	1,051 97	-582 53
100 Sh Endeavour Intl Corp	07 18 2011	11 21 2011	638 43	1,481 64	-843 21
103 Sh Endeavour Intl Corp	07 18 2011	11 22 2011	678 59	1,526 09	-847 50
77 Sh Endeavour Intl Corp	07 18 2011	11 23 2011	477 75	1,140 86	-663 11
48 Sh Endeavour Intl Corp	07 18 2011	11 25 2011	285 12	711 19	-426 07
105 Sh Endeavour Intl Corp	07 18 2011	11 28 2011	666 73	1,555 72	-888 99

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Short Term					
Regular Gain/Loss					
74 Sh Endeavour Intl Corp	07 18 2011	11 29 2011	473 75	1,096 41	-622 66
142 Sh Endeavour Intl Corp	07 18 2011	11 30 2011	973 49	2,103 93	-1,130 44
124 Sh Endeavour Intl Corp	07 18 2011	11 30 2011	844 85	1,837 23	-992 38
94 Sh Endeavour Intl Corp	07 18 2011	12 01 2011	653 03	1,392 74	-739 71
345 Sh Endeavour Intl Corp	07 18 2011	12 01 2011	2,396 76	5,111 66	-2,714 90
15 Sh Endeavour Intl Corp	07 19 2011	12 01 2011	104 21	208 73	-104 52
201 Sh Endeavour Intl Corp	07 19 2011	12 01 2011	1,393 91	2,796 92	-1,403 01
166 Sh Endeavour Intl Corp	07 19 2011	12 02 2011	1,172 56	2,309 89	-1,137 33
59 Sh Endeavour Intl Corp	07 19 2011	12 05 2011	423 02	820 98	-397 96
95 Sh Endeavour Intl Corp	07 19 2011	12 05 2011	667 80	1,321 92	-654 12
70 Sh Endeavour Intl Corp	07 19 2011	12 06 2011	483 31	974 05	-490 74
42 Sh Endeavour Intl Corp	07 19 2011	12 06 2011	288 95	584 43	-295 48
46 Sh Endeavour Intl Corp	07 19 2011	12 07 2011	306 45	640 09	-333 64
11 Sh Endeavour Intl Corp	07 19 2011	12 07 2011	73 61	153 07	-79 46
35 Sh Endeavour Intl Corp	07 20 2011	12 07 2011	234 22	486 22	-252 00
85 Sh Endeavour Intl Corp	07 20 2011	12 08 2011	570 33	1,180 83	-610 50
85 Sh Endeavour Intl Corp	07 20 2011	12 08 2011	569 67	1,180 83	-611 16
116 Sh Endeavour Intl Corp	07 20 2011	12 09 2011	799 32	1,611 48	-812 16
71 Sh Endeavour Intl Corp	07 20 2011	12 09 2011	486 34	986 34	-500 00
53 Sh Endeavour Intl Corp	07 20 2011	12 09 2011	363 83	736 28	-372 45
42 Sh Endeavour Intl Corp	07 20 2011	12 12 2011	273 15	583 47	-310 32
40 Sh Endeavour Intl Corp	07 20 2011	12 13 2011	248 10	555 68	-307 58
77 Sh Endeavour Intl Corp	07 20 2011	12 14 2011	476 96	1,069 69	-592 73
179 Sh Endeavour Intl Corp	07 20 2011	12 14 2011	1,130 89	2,486 69	-1,355 80
60 Sh Endeavour Intl Corp	07 20 2011	12 14 2011	364 79	833 53	-468 74
27 Sh Endeavour Intl Corp	07 20 2011	12 15 2011	173 61	375 09	-201 48
110 Sh Endeavour Intl Corp	08 05 2011	12 15 2011	707 28	1,072 41	-365 13
126 Sh Endeavour Intl Corp	08 05 2011	12 16 2011	815 71	1,228 40	-412 69
198 Sh Endeavour Intl Corp	08 08 2011	12 16 2011	1,281 82	1,754 91	-473 09
5000 Sh Ericsson (LM) Tel - Sp ADR	10 08 2010	06 29 2011	70,555 14	53,625 00	16,930 14
350000 Sh Federal Farm Cr 4 25% 4 16 18	08 16 2010	03 24 2011	373,163 00	390,679 23	-17,516 23
100000 Sh Federal Farm Cr 4 25% 4 16 18	03 08 2011	03 24 2011	106,618 00	105,610 82	1,007 18
125000 Sh FHLB. 2 25% Due 8 26 22	03 08 2011	07 20 2011	122,500 00	120,024 04	2,475 96
900 Sh Fluor Corporation	07 05 2011	10 18 2011	47,736 97	58,926 24	-11,189 27
1280 Sh FMC Technologies Inc	01 19 2010	01 18 2011	113,554 94	76,239 61	37,315 33
380 Sh France Telecom SA - Spon ADR	10 25 2010	10 20 2011	6,605 30	8,922 40	-2,317 10
300000 Sh Freddie Mac 2 5% 05 27 16	06 07 2011	08 10 2011	318,990 30	308,901 72	10,088 58

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Short Term					
Regular Gain/Loss					
219000 Sh GE Cap Corp. 5 9% 05 13 14	07 19 2011	10 28 2011	240,672 24	242,417 66	-1,745 42
3500 Sh General Electric Co	04 18 2011	08 11 2011	53,779 96	69,532 75	-15,752 79
900 Sh General Electric Co	07 05 2011	08 11 2011	13,829 13	17,118 00	-3,288 87
1400 Sh General Electric Co	06 07 2011	08 18 2011	21,580 58	26,038 60	-4,458 02
4200 Sh General Electric Co	07 05 2011	08 18 2011	64,741 76	79,884 00	-15,142 24
50000 Sh General Mills 5 7% 02 15 17	07 08 2011	12 14 2011	58,916 50	57,370 55	1,545 95
400000 Sh Goldman Sachs 5 75% 10 01 16	07 14 2011	11 10 2011	424,104 00	442,164 42	-18,060 42
35 Sh Google Inc - Class A	12 06 2010	06 27 2011	16,721 55	20,257 73	-3,536 18
15 Sh Google Inc - Class A	03 15 2011	06 27 2011	7,166 38	8,532 22	-1,365 84
22 Sh Google Inc - Class A	03 15 2011	08 18 2011	11,291 10	12,513 93	-1,222 83
48 Sh Google Inc - Class A	07 05 2011	08 18 2011	24,635 13	25,675 20	-1,040 07
20 Sh Google Inc - Class A	04 15 2011	11 08 2011	12,159 17	10,682 00	1,477 17
15 Sh Google Inc - Class A	04 18 2011	11 08 2011	9,119 37	7,847 92	1,271 45
330 Sh Halliburton Co	10 13 2010	04 11 2011	15,648 82	11,698 50	3,950 32
770 Sh Halliburton Co	11 23 2010	04 11 2011	36,513 93	28,058 80	8,455 13
1300 Sh Halliburton Co	07 05 2011	10 18 2011	44,302 10	68,211 00	-23,908 90
125000 Sh Hartford Finan'l 6% 01 15 19	03 08 2011	05 26 2011	134,845 00	132,059 30	2,785 70
150000 Sh Hewlett-Packard Float% 3 1 12	02 07 2011	06 23 2011	150,100 50	150,135 04	-34 54
400000 Sh Home Depot Inc. 5 40% 03 01 16	08 18 2010	05 31 2011	449,972 00	445,735 85	4,236 15
150000 Sh Home Depot Inc. 5 40% 03 01 16	03 07 2011	08 02 2011	171,801 00	165,702 40	6,098 60
100000 Sh Home Depot Inc. 5 40% 03 01 16	03 08 2011	08 02 2011	114,534 00	110,093 10	4,440 90
100000 Sh Honeywell 5 0% Due 2 15 19	07 18 2011	08 10 2011	116,658 00	112,439 96	4,218 04
100000 Sh Honeywell 5 0% Due 2 15 19	07 18 2011	10 28 2011	114,143 00	112,119 20	2,023 80
110 Sh Hyundai Motor Co .Ltd - 2nd	04 26 2011	11 09 2011	7,468 38	8,211 02	-742 64
110 Sh Hyundai Motor Co .Ltd - 2nd	04 27 2011	11 09 2011	7,468 39	8,219 07	-750 68
150 Sh Hyundai Motor Co .Ltd - 2nd	04 28 2011	11 09 2011	10,184 16	11,547 05	-1,362 89
90 Sh Hyundai Motor Co .Ltd - 2nd	04 29 2011	11 09 2011	6,110 50	7,163 57	-1,053 07
60 Sh Hyundai Motor Co .Ltd - 2nd	05 02 2011	11 09 2011	4,073 66	4,823 88	-750 22
700 Sh Illinois Tool Works Inc	11 04 2010	06 29 2011	38,590 54	33,418 49	5,172 05
2600 Sh Illinois Tool Works Inc	11 04 2010	06 29 2011	143,336 28	124,262 06	19,074 22
2600 Sh Illinois Tool Works Inc	11 05 2010	06 29 2011	143,336 29	125,311 94	18,024 35
3800 Sh Illinois Tool Works Inc	10 14 2010	06 29 2011	209,491 49	185,371 98	24,119 51
440 Sh ING Groep	03 08 2011	05 13 2011	5,494 89	5,400 73	94 16
2040 Sh ING Groep	03 09 2011	05 13 2011	25,476 29	25,747 88	-271 59
3990 Sh ING Groep	10 21 2011	11 09 2011	33,872 48	34,885 80	-1,013 32
200 Sh Inmet Mining Corporation	07 21 2010	06 30 2011	14,325 87	9,013 75	5,312 12
100 Sh Inmet Mining Corporation	07 20 2010	06 30 2011	7,162 93	4,509 32	2,653 61

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Short Term					
Regular Gain/Loss					
100 Sh Inmet Mining Corporation	07 27 2010	06 30 2011	7,162.93	4,730.16	2,432.77
125000 Sh J&J 2 95% 9 1 2020	08 12 2010	03 24 2011	118,007.50	122,971.71	-4,964.21
125000 Sh J&J 2 95% 9 1 2020	03 08 2011	03 24 2011	118,007.50	116,835.30	1,172.20
390 Sh J P Morgan Chase & Co	01 05 2011	04 18 2011	17,080.42	17,361.44	-281.02
510 Sh J P Morgan Chase & Co	01 28 2011	04 18 2011	22,335.94	22,773.95	-438.01
120 Sh J P Morgan Chase & Co	08 20 2010	05 24 2011	5,063.17	4,834.02	229.15
160 Sh J P Morgan Chase & Co	01 05 2011	05 24 2011	6,750.89	7,122.64	-371.75
1100 Sh J P Morgan Chase & Co	07 05 2011	11 29 2011	31,707.22	45,353.00	-13,645.78
1200 Sh J P Morgan Chase & Co	10 04 2011	12 19 2011	36,836.53	34,273.80	2,562.73
2425 Sh Jacobs Engineering Group, Inc	11 02 2010	06 29 2011	102,578.43	96,321.97	6,256.46
175000 Sh John Deere Cap 5 75% 09 10 18	06 22 2011	08 24 2011	208,253.50	202,736.33	5,517.17
390 Sh Kindred Healthcare, Inc	01 20 2011	02 08 2011	9,434.38	7,773.68	1,660.70
520 Sh Kindred Healthcare, Inc	01 20 2011	03 25 2011	12,217.16	10,364.90	1,852.26
410 Sh Kindred Healthcare, Inc	01 20 2011	03 29 2011	9,566.34	8,172.32	1,394.02
160 Sh Kindred Healthcare, Inc	01 31 2011	03 29 2011	3,733.21	3,017.31	715.90
620 Sh Kindred Healthcare, Inc	01 31 2011	04 04 2011	14,946.24	11,692.08	3,254.16
590 Sh Kindred Healthcare, Inc	01 31 2011	04 11 2011	14,009.04	11,126.34	2,882.70
4200 Sh KLA-Tencor Corporation	09 30 2010	06 29 2011	166,893.03	147,469.98	19,423.05
2300 Sh KLA-Tencor Corporation	10 01 2010	06 29 2011	91,393.80	80,760.36	10,633.44
50000 Sh Kroger Co 6 15% 01 15 20	07 27 2011	10 12 2011	59,065.50	58,794.75	270.75
550 Sh Linde AG	08 19 2010	06 30 2011	95,330.70	66,216.41	29,114.29
75000 Sh Lubrizol Nts. 8 875% 2 1 19	07 14 2011	12 14 2011	102,765.75	98,120.03	4,645.72
100 Sh Maxim Intergrated Products, In	09 24 2010	06 29 2011	2,498.70	1,786.00	712.70
300 Sh Maxim Intergrated Products, In	09 27 2010	06 29 2011	7,496.11	5,364.60	2,131.51
400 Sh Maxim Intergrated Products, In	09 24 2010	06 29 2011	9,994.81	7,155.68	2,839.13
10100 Sh Maxim Intergrated Products, In	09 30 2010	06 29 2011	252,368.89	187,019.68	65,349.21
10800 Sh Maxim Intergrated Products, In	10 01 2010	06 29 2011	269,859.81	200,179.08	69,680.73
1100 Sh Maxim Intergrated Products, In	09 29 2010	06 29 2011	27,485.72	20,433.05	7,052.67
100000 Sh McDonald's Corp 5 8% 10 15 17	08 09 2011	09 28 2011	120,273.00	121,234.02	-961.02
400 Sh McDonalds Corp	07 05 2011	09 09 2011	33,873.86	34,352.64	-478.78
125000 Sh Medtronic Inc 4 45% 03 15 20	03 08 2011	07 19 2011	133,126.25	128,157.86	4,968.39
460 Sh Merck & Co Inc	01 20 2010	01 14 2011	15,745.53	18,678.71	-2,933.18
60 957 Sh Merck & Co Inc	05 14 2010	01 14 2011	2,086.52	2,007.45	79.07
509 043 Sh Merck & Co Inc	05 14 2010	01 18 2011	17,179.56	16,763.90	415.66
1220 Sh MF Global Holdings Ltd	11 16 2010	10 25 2011	2,263.05	9,630.44	-7,367.39
240 Sh Morgan Stanley	08 09 2011	11 08 2011	4,040.39	4,125.12	-84.73
230 Sh Morgan Stanley	08 22 2011	11 08 2011	3,872.04	3,706.40	165.64

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Short Term					
Regular Gain/Loss					
100000 Sh Morgan Stanley 6 25% 08 28 17	05 09 2011	08 25 2011	104,788 00	111,100 40	-6,312 40
150 Sh MSCI Inc	12 07 2010	11 08 2011	5,141 15	5,540 33	-399 18
140 Sh MSCI Inc	12 08 2010	11 08 2011	4,798 41	5,190 77	-392 36
140 Sh MSCI Inc	12 09 2010	11 08 2011	4,798 40	5,148 56	-350 16
110 Sh MSCI Inc	12 10 2010	11 08 2011	3,770 18	4,028 64	-258 46
40 Sh MSCI Inc	12 13 2010	11 08 2011	1,370 97	1,465 58	-94 61
510 Sh NetApp, Inc	09 07 2011	11 08 2011	22,292 23	18,399 83	3,892 40
260 Sh NetApp, Inc	09 08 2011	11 08 2011	11,364 67	9,473 91	1,890 76
52449 8403 Sh Newbury Eqvt Ptms II GF	09 27 2010	03 16 2011	32,384 00	35,706 80	-3,322 80
1000 Sh NGK Insulators Ltd	03 16 2011	11 09 2011	11,638 07	14,990 09	-3,352 02
1000 Sh NGK Insulators Ltd	03 17 2011	11 09 2011	11,638 07	15,463 24	-3,825 17
100 Sh Nike Inc - CL B	06 29 2010	06 02 2011	8,165 59	6,784 08	1,381 51
300 Sh Nike Inc - CL B	03 23 2011	06 02 2011	24,496 78	23,108 97	1,387 81
400 Sh Nike Inc - CL B	07 05 2011	07 11 2011	36,739 05	36,752 00	-12 95
600 Sh Noble Energy, Inc	07 14 2010	06 29 2011	53,585 56	39,811 68	13,773 88
600 Sh Noble Energy, Inc	07 15 2010	06 29 2011	53,585 57	39,822 06	13,763 51
700 Sh Noble Energy, Inc	07 16 2010	06 29 2011	62,516 50	46,466 77	16,049 73
100 Sh Noble Energy, Inc	09 03 2010	06 29 2011	8,930 93	7,426 00	1,504 93
1800 Sh Nordstrom, Inc	10 14 2010	06 29 2011	82,965 80	68,653 08	14,312 72
400 Sh Occidental Petroleum Corp	07 05 2011	07 11 2011	40,943 65	42,990 20	-2,046 55
600 Sh Occidental Petroleum Corp	07 05 2011	08 01 2011	58,462 88	64,485 30	-6,022 42
555 Sh Occidental Petroleum Corp	07 05 2011	08 26 2011	45,477 93	59,648 90	-14,170 97
245 Sh Occidental Petroleum Corp	07 05 2011	08 29 2011	20,400 02	26,331 50	-5,931 48
200 Sh Omnicom Group	04 01 2011	12 14 2011	8,455 34	9,859 54	-1,404 20
177 Sh Omnicom Group	04 04 2011	12 14 2011	7,482 97	8,696 26	-1,213 29
100 Sh Omnicom Group	03 31 2011	12 15 2011	4,216 18	4,897 27	-681 09
23 Sh Omnicom Group	04 04 2011	12 15 2011	969 72	1,130 02	-160 30
229 Sh Omnicom Group	07 05 2011	12 15 2011	9,655 05	11,187 91	-1,532 86
371 Sh Omnicom Group	07 05 2011	12 16 2011	15,385 66	18,125 39	-2,739 73
100000 Sh Ontario Prov 4% 10 7 2019	03 08 2011	07 26 2011	105,726 00	101,140 72	4,585 28
8700 Sh Oracle Corporation	10 08 2010	06 29 2011	281,771 92	243,471 24	38,300 68
1700 Sh Oracle Corporation	07 05 2011	07 12 2011	55,952 55	56,168 00	-215 45
430 Sh Oracle Corporation	01 05 2011	12 21 2011	10,900 50	13,452 29	-2,551 79
540 Sh Oracle Corporation	01 21 2011	12 21 2011	13,689 01	17,583 97	-3,894 96
630 Sh Oracle Corporation	03 03 2011	12 21 2011	15,970 51	20,778 79	-4,808 28
4100 Sh Oracle Corporation	07 05 2011	12 21 2011	103,935 05	135,464 00	-31,528 95
100000 Sh Pepsico Inc NT 5% due 06 1 18	03 08 2011	08 10 2011	116,528 00	108,369 05	8,158 95

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Short Term					
Regular Gain/Loss					
50000 Sh Pepsico Inc . 5 15% 05 15 2012	08 09 2011	12 14 2011	50,942 00	50,996 24	-54 24
600 Sh Pepsico, Inc	07 05 2011	07 21 2011	39,270 08	41,904 00	-2,633 92
75000 Sh Procter & Gamble 4 7% 02 15 19	07 14 2011	10 28 2011	86,319 75	83,651 75	2,668 00
110 Sh Procter & Gamble Co	10 27 2010	03 18 2011	6,643 65	6,929 52	-285 87
440 Sh Procter & Gamble Co	12 16 2010	03 18 2011	26,574 61	28,408 42	-1,833 81
9000 Sh Prudent Capital MuniTrust LLC (LP)	04 29 2011	08 11 2011	9,000 00	9,000 00	0 00
6000 Sh Prudent Capital MuniTrust LLC (LP)	04 29 2011	11 04 2011	6,000 00	6,000 00	0 00
1000 Sh Qualcomm Inc	07 05 2011	07 12 2011	56,932 30	58,040 00	-1,107 70
900 Sh Qualcomm Inc	07 05 2011	08 01 2011	48,631 46	52,236 00	-3,604 54
380 Sh Quest Diagnostics Incorporated	03 08 2011	11 08 2011	21,643 09	21,722 17	-79 08
160 Sh Quest Diagnostics Incorporated	03 09 2011	11 08 2011	9,112 88	9,200 69	-87 81
290 Sh Quest Diagnostics Incorporated	07 21 2011	11 08 2011	16,517 10	16,618 57	-101 47
3885 Sh Questar Corporation	06 29 2010	06 29 2011	69,291 13	57,646 45	11,644 68
280 Sh Regeneron Pharmaceuticals	12 02 2010	11 08 2011	15,282 10	8,298 47	6,983 63
180 Sh Regeneron Pharmaceuticals	12 03 2010	11 08 2011	9,824 21	5,374 82	4,449 39
125000 Sh Safeway Inc Nt 5 625% 8 15 14	03 08 2011	06 06 2011	137,800 00	135,429 09	2,370 91
1060 Sh Santos Limited	03 09 2011	11 09 2011	14,431 30	15,879 32	-1,448 02
1050 Sh Santos Limited	03 10 2011	11 09 2011	14,295 16	15,390 59	-1,095 43
191 Sh Schmitzer Steel Industries, In	03 17 2010	01 12 2011	12,334 51	9,818 68	2,515 83
548 Sh Schmitzer Steel Industries, In	03 17 2010	01 12 2011	35,247 80	28,170 87	7,076 93
141 Sh Schmitzer Steel Industries, In	03 17 2010	01 13 2011	9,121 02	7,248 34	1,872 68
2200 Sh Schwab (Charles) Corp	07 14 2010	06 29 2011	35,789 35	31,779 00	4,010 35
4500 Sh Semen Gresik (Persero) Tbk	03 23 2011	11 09 2011	4,757 44	4,622 33	135 11
4500 Sh Semen Gresik (Persero) Tbk	03 24 2011	11 09 2011	4,757 45	4,766 71	-9 26
1000 Sh Semen Gresik (Persero) Tbk	03 28 2011	11 09 2011	1,057 21	1,048 29	8 92
2000 Sh Semen Gresik (Persero) Tbk	03 30 2011	11 09 2011	2,114 42	2,085 45	28 97
1500 Sh Semen Gresik (Persero) Tbk	03 31 2011	11 09 2011	1,585 81	1,594 47	-8 66
915 Sh SK Telecom Co . Ltd	04 12 2011	10 06 2011	121,577 91	133,244 91	-11,667 00
231616 29 Sh Southern Cross LA Priv Eq IV (LP)	10 14 2010	08 04 2011	231,616 29	231,616 29	0 00
7404 Sh SPDR S&P 500 ETF Trust	03 08 2011	04 27 2011	1,000,039 07	977,587 46	22,451 61
1756 Sh SPDR S&P 500 ETF Trust	03 08 2011	10 27 2011	223,587 18	231,853 54	-8,266 36
25000 Sh Sprint Nextel Corporation	10 08 2010	06 29 2011	130,054 98	112,867 50	17,187 48
116 Sh Standard Chartered Plc	11 05 2010	06 30 2011	3,001 58	2,406 64	594 94
70 Sh Strker Corporation	05 06 2010	04 06 2011	4,224 29	3,957 81	266 48
0 003 Sh Sun Healthcare Group, Inc	11 16 2010	01 14 2011	0 00	0 03	-0 03
2170 Sh Sun Healthcare Group, Inc	11 16 2010	08 01 2011	6,733 15	23,750 65	-17,017 50
1025 Sh Sun Healthcare Group, Inc	11 16 2010	08 01 2011	3,212 08	11,218 63	-8,006 55

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Short Term					
Regular Gain/Loss					
310 Sh Sun Healthcare Group, Inc	11 16 2010	08 01 2011	964 08	3,392 95	-2,428 87
929 Sh Sun Healthcare Group, Inc	11 16 2010	08 01 2011	2,824 10	10,167 91	-7,343 81
297 Sh Sun Healthcare Group, Inc	11 16 2010	08 02 2011	1,047 28	3,250 66	-2,203 38
275 Sh Sngenta AG	07 07 2010	06 30 2011	92,532 42	59,894 10	32,638 32
37 Sh Sngenta AG	10 04 2010	06 30 2011	12,449 82	9,225 47	3,224 35
233 Sh Sngenta AG	09 30 2010	06 30 2011	78,400 19	58,797 48	19,602 71
255 Sh Sngenta AG	09 29 2010	06 30 2011	85,802 79	64,642 53	21,160 26
150000 Sh Target Corp	06 28 2011	08 10 2011	179,919 00	175,843 94	4,075 06
100000 Sh Target Corp 3 875% 7 15 20	07 21 2011	10 28 2011	108,538 00	102,325 76	6,212 24
1000 Sh Television Broadcasts Limited	11 03 2010	06 30 2011	6,572 43	5,424 38	1,148 05
1000 Sh Television Broadcasts Limited	11 02 2010	06 30 2011	6,572 43	5,430 61	1,141 82
5000 Sh Television Broadcasts Limited	11 04 2010	06 30 2011	32,862 15	27,162 13	5,700 02
1900 Sh Tellabs, Inc	07 16 2010	02 28 2011	10,197 29	14,361 34	-4,164 05
740 Sh Tellabs, Inc	07 16 2010	03 01 2011	3,906 68	5,593 36	-1,686 68
1470 Sh Tellabs, Inc	08 09 2010	03 01 2011	7,760 56	10,888 88	-3,128 32
420 Sh Tellabs, Inc	08 09 2010	03 07 2011	2,197 82	3,111 11	-913 29
100 Sh Telus Corporation - Non Vote	07 20 2010	06 30 2011	5,237 83	3,761 98	1,475 85
200 Sh Telus Corporation - Non Vote	07 22 2010	06 30 2011	10,475 67	7,711 36	2,764 31
100 Sh Telus Corporation - Non Vote	07 23 2010	06 30 2011	5,237 83	3,873 16	1,364 67
400 Sh The TJX Companies, Inc	02 24 2011	06 14 2011	19,870 37	19,938 20	-67 83
570 Sh The Walt Disney Company	02 24 2011	05 11 2011	23,875 02	24,016 49	-141 47
230 Sh The Walt Disney Company	03 23 2011	05 11 2011	9,633 78	9,680 06	-46 28
630 Sh The Walt Disney Company	11 16 2010	06 02 2011	25,291 62	23,225 77	2,065 85
270 Sh The Walt Disney Company	03 23 2011	06 02 2011	10,839 26	11,363 54	-524 28
800 Sh The Walt Disney Company	07 05 2011	07 29 2011	30,992 52	32,096 00	-1,103 48
800 Sh The Walt Disney Company	07 05 2011	08 01 2011	30,546 21	32,096 00	-1,549 79
20 Sh The Walt Disney Company	11 16 2010	08 10 2011	611 04	737 33	-126 29
1200 Sh The Walt Disney Company	07 05 2011	08 10 2011	36,662 29	48,144 00	-11,481 71
1000 Sh Tiffany & Co	08 13 2010	06 29 2011	77,572 21	42,247 50	35,324 71
300 Sh Tiffany & Co	08 12 2010	06 29 2011	23,271 66	12,688 50	10,583 16
4300 Sh Tiffany & Co	08 13 2010	06 29 2011	333,560 50	181,908 06	151,652 44
3000 Sh Tiffany & Co	08 12 2010	06 29 2011	232,716 63	126,951 00	105,765 63
2000 Sh Tiffany & Co	08 10 2010	06 29 2011	155,144 42	87,379 00	67,765 42
100 Sh Trend Micro Incorporated	08 26 2010	06 30 2011	3,143 08	2,621 37	521 71
200 Sh Trend Micro Incorporated	08 25 2010	06 30 2011	6,286 15	5,246 30	1,039 85
2300 Sh Union Pacific Corp	10 14 2010	06 29 2011	236,890 38	197,770 56	39,119 82
300 Sh United Parcel Service Class B	02 07 2011	05 16 2011	22,185 59	22,263 33	-77 74

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From: 01/01/2011 To: 12/31/2011

Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Short Term					
Regular Gain/Loss					
320 Sh United Parcel Service Class B	01 18 2011	06 17 2011	22,187 70	23,355 10	-1,167 40
20 Sh United Parcel Service Class B	02 07 2011	06 17 2011	1,386 73	1,484 22	-97 49
60 Sh United Parcel Service Class B	03 22 2011	06 17 2011	4,160 19	4,338 79	-178 60
450 Sh United Parcel Service Class B	07 05 2011	09 06 2011	28,880 90	33,233 94	-4,353 04
350 Sh United Parcel Service Class B	07 05 2011	09 07 2011	22,640 86	25,848 62	-3,207 76
800 Sh United Technologies Corp	11 12 2010	06 29 2011	69,238 66	59,833 28	9,405 38
100000 Sh UPS 5 125% Due 4 1 19	06 21 2011	10 28 2011	118,502 00	113,569 58	4,932 42
1000000 Sh US Treasury 2 5% 4 30 15	08 12 2010	03 24 2011	1,031,367 18	1,046,007 26	-14,640 08
200000 Sh US Treasury 2 5% 4 30 15	03 08 2011	03 24 2011	206,273 44	205,397 14	876 30
1040000 Sh US Treasury N B 2 125% 5 31 15	10 22 2010	03 24 2011	1,055,437 50	1,085,987 74	-30,550 24
208000 Sh US Treasury N B 2 125% 5 31 15	03 08 2011	03 24 2011	211,087 50	210,203 76	883 74
1000000 Sh US Treasury N B 4 25% 11 15 17	08 12 2010	03 24 2011	1,094,687 50	1,136,213 66	-41,526 16
200000 Sh US Treasury N B 4 25% 11 15 17	03 08 2011	03 24 2011	218,937 50	217,581 78	1,355 72
210 Sh Vedanta Resources PLC	03 24 2011	11 09 2011	4,404 11	7,504 39	-3,100 28
330 Sh Vedanta Resources PLC	03 25 2011	11 09 2011	6,920 75	11,761 47	-4,840 72
350 Sh Vedanta Resources PLC	03 28 2011	11 09 2011	7,340 18	12,301 05	-4,960 87
130 Sh Vedanta Resources PLC	03 29 2011	11 09 2011	2,726 36	4,636 66	-1,910 30
40 Sh Vedanta Resources PLC	03 30 2011	11 09 2011	838 88	1,475 08	-636 20
80 Sh Vedanta Resources PLC	03 31 2011	11 09 2011	1,677 76	3,045 46	-1,367 70
140 Sh Vedanta Resources PLC	04 01 2011	11 09 2011	2,936 07	5,422 69	-2,486 62
50000 Sh Verizon Comm 6 35% 04 01 19	07 12 2011	12 14 2011	60,562 50	59,082 46	1,480 04
1250 Sh Visa Inc - Class A Shares	09 14 2010	06 29 2011	103,240 51	84,117 25	19,123 26
3000 Sh Vodafone Group PLC - SP ADR	10 20 2011	11 08 2011	85,202 56	82,965 00	2,237 56
100000 Sh Wal-Mart Stores 5 8% 2 15 18	08 04 2011	10 28 2011	120,457 00	119,707 53	749 47
100000 Sh Wal-Mart Stores 5 8% 2 15 18	08 04 2011	11 14 2011	121,653 00	119,594 61	2,058 39
400 Sh Wal-Mart Stores, Inc	06 28 2010	01 05 2011	21,797 71	19,812 44	1,985 27
50000 Sh Walgreen Co 5 25% 01 15 19	07 07 2011	11 14 2011	58,628 50	56,078 00	2,550 50
500 Sh Walgreen Co	05 11 2011	08 11 2011	17,134 87	21,997 40	-4,862 53
400 Sh Walgreen Co	05 12 2011	08 11 2011	13,707 89	17,817 32	-4,109 43
500 Sh Walgreen Co	05 13 2011	08 11 2011	17,134 87	22,422 35	-5,287 48
200 Sh Walgreen Co	05 16 2011	08 11 2011	6,853 95	9,013 06	-2,159 11
500 Sh Walgreen Co	05 20 2011	08 11 2011	17,134 87	22,114 90	-4,980 03
300 Sh Walgreen Co	06 03 2011	08 11 2011	10,280 92	12,963 06	-2,682 14
300 Sh Walgreen Co	06 03 2011	08 24 2011	10,291 87	12,963 06	-2,671 19
900 Sh Walgreen Co	07 05 2011	08 24 2011	30,875 62	38,300 85	-7,425 23
1200 Sh Walgreen Co	07 05 2011	09 28 2011	39,959 23	51,067 80	-11,108 57
700 Sh Walgreen Co	07 05 2011	09 29 2011	22,634 06	29,789 55	-7,155 49

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Short Term					
Regular Gain/Loss					
10000 Sh Walt Disney Co 6 375% 03 01 12	07 20 2011	10 28 2011	101,876 00	102,069 89	-193 89
310 Sh Wells Fargo Companv	08 09 2011	11 08 2011	8,106 59	7,489 07	617 52
310 Sh Wells Fargo Companv	08 10 2011	11 08 2011	8,106 59	7,226 50	880 09
6330 Sh Williams Co Inc	10 07 2010	06 29 2011	188,457 57	122,598 17	65,859 40
5065 Sh Williams Co Inc	10 08 2010	06 29 2011	150,795 82	99,833 18	50,962 64
50000 Sh Yum! Brands 6 25% 3 15 18	07 11 2011	11 14 2011	57,916 50	57,839 37	77 13
Regular Gain/Loss Totals:					1,066,222.93
Account Totals:			24,281,274 23	23,215,051 30	1,066,222 93

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Long Term					
Regular Gain/Loss					
4200 Sh 3M Co	02 12 2010	06 29 2011	391,964.19	330,002.82	61,961.37
30892 17 Sh Acorn Overseas Limited (LP)	02 01 2006	07 28 2011	30,892.17	30,892.17	0.00
110 Sh Advance Auto Parts, Inc	11 03 2009	11 08 2011	7,310.22	4,212.81	3,097.41
370 Sh Advance Auto Parts, Inc	11 04 2009	11 08 2011	24,588.90	14,180.51	10,408.39
1929 Sh Air Liquide SA	06 11 2007	06 30 2011	273,160.38	171,050.59	102,109.79
3720 Sh Akzo Nobel N V	10 27 2009	02 18 2011	256,084.18	230,853.92	25,230.26
1280 Sh Albany Molecular Research	09 21 2006	04 11 2011	5,481.11	12,307.45	-6,826.34
920 Sh Albany Molecular Research	03 28 2007	04 11 2011	3,939.55	9,172.31	-5,232.76
1780 Sh Albany Molecular Research	04 02 2009	04 11 2011	7,622.17	17,728.80	-10,106.63
171 Sh Albany Molecular Research	09 21 2006	06 07 2011	889.18	1,644.20	-755.02
122 Sh Albany Molecular Research	09 21 2006	06 07 2011	638.04	1,173.05	-535.01
12 Sh Albany Molecular Research	09 21 2006	06 07 2011	63.43	115.38	-51.95
435 Sh Albany Molecular Research	09 21 2006	06 14 2011	2,080.00	4,182.62	-2,102.62
190 Sh Albany Molecular Research	10 26 2009	06 14 2011	908.50	1,623.44	-714.94
860 Sh Albany Molecular Research	09 01 2009	09 20 2011	2,778.09	6,780.93	-4,002.84
1770 Sh Albany Molecular Research	10 26 2009	09 20 2011	5,717.69	15,123.59	-9,405.90
110 Sh Alexion Pharmaceuticals, Inc	10 16 2009	03 08 2011	10,964.07	5,060.42	5,903.65
160 Sh Alexion Pharmaceuticals, Inc	10 14 2009	11 08 2011	10,421.61	3,574.48	6,847.13
140 Sh Alexion Pharmaceuticals, Inc	10 15 2009	11 08 2011	9,118.90	3,202.47	5,916.43
20 Sh Alexion Pharmaceuticals, Inc	10 16 2009	11 08 2011	1,302.70	460.04	842.66
1000 Sh Allstate Corporation	05 22 2009	06 29 2011	30,301.41	26,443.80	3,857.61
400 Sh Allstate Corporation	04 27 2010	11 08 2011	10,566.75	13,436.12	-2,869.37
585 Sh Allstate Corporation	04 28 2010	11 08 2011	15,453.88	19,893.33	-4,439.45
2600 Sh American Tower Systems - CIA	07 15 2008	06 29 2011	135,774.85	104,130.00	31,644.85
1300 Sh American Water Works Co., Inc	06 17 2009	06 29 2011	38,748.87	23,781.42	14,967.45
3830 Sh American Water Works Co., Inc	06 10 2009	06 29 2011	114,160.15	70,125.00	44,035.15
60 Sh Ameriprise Financial, Inc	09 30 2009	03 08 2011	3,799.99	2,198.21	1,601.78
20 Sh Ameriprise Financial, Inc	10 02 2009	03 08 2011	1,266.66	738.18	528.48
670 Sh Ameriprise Financial, Inc	09 30 2009	03 09 2011	41,821.07	24,546.65	17,274.42
75 Sh Ameriprise Financial, Inc	10 05 2009	03 09 2011	4,681.46	2,694.53	1,986.93
200000 Sh AMGEN Fixed 5 7% Due 02 01 19	01 13 2009	08 02 2011	232,770.00	199,642.67	33,127.33
2500 Sh Amgen Inc	05 08 2008	06 29 2011	144,719.72	105,546.25	39,173.47
5000 Sh Amgen Inc	04 06 2009	06 29 2011	289,439.43	235,977.00	53,462.43
30 Sh Anadarko Petroleum Corporation	10 15 2009	03 08 2011	2,384.29	1,988.34	395.95
260 Sh Anadarko Petroleum Corporation	10 16 2009	03 08 2011	20,663.83	17,301.78	3,362.05
250 Sh Anadarko Petroleum Corporation	10 15 2009	11 08 2011	20,796.10	16,569.47	4,226.63
70 Sh Anadarko Petroleum Corporation	04 30 2010	11 08 2011	5,822.91	4,498.72	1,324.19

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Long Term					
Regular Gain/Loss					
110 Sh Anadarko Petroleum Corporation	05 03 2010	11 08 2011	9,150 28	6,985 77	2,164 51
160 Sh Anadarko Petroleum Corporation	05 28 2010	11 08 2011	13,309 50	8,547 04	4,762 46
170 Sh Anadarko Petroleum Corporation	06 04 2010	11 08 2011	14,141 35	8,118 06	6,023 29
139 Sh Andritz AG	03 25 2010	06 30 2011	14,428 93	8,424 16	6,004 77
224 Sh Andritz AG	03 30 2010	06 30 2011	23,252 37	13,593 52	9,658 85
45 Sh Andritz AG	04 09 2010	06 30 2011	4,671 23	2,828 29	1,842 94
157 Sh Andritz AG	04 12 2010	06 30 2011	16,297 42	10,016 39	6,281 03
48 Sh Andritz AG	04 16 2010	06 30 2011	4,982 65	3,067 42	1,915 23
22 Sh Andritz AG	04 16 2010	06 30 2011	2,283 72	1,407 09	876 63
940 Sh Annaly Mortgage Management Inc	04 18 2008	03 08 2011	16,638 81	16,065 82	572 99
310 Sh Annaly Mortgage Management Inc	04 23 2008	03 08 2011	5,487 27	5,267 92	219 35
60 Sh Annaly Mortgage Management Inc	05 16 2008	03 08 2011	1,062 05	1,023 00	39 05
145 Sh AOL Inc	04 06 2009	06 29 2011	2,883 99	2,318 33	565 66
720 Sh Aon Corporation	11 12 2008	05 13 2011	38,155 74	28,821 60	9,334 14
1400 Sh Aon Corporation	05 27 2010	06 29 2011	70,727 06	54,867 12	15,859 94
700 Sh Aon Corporation	06 04 2010	06 29 2011	35,363 53	27,444 34	7,919 19
900 Sh Aon Corporation	05 27 2010	06 29 2011	45,467 39	35,292 51	10,174 88
640 Sh Apache Corporation	10 23 2007	11 08 2011	66,013 77	57,772 03	8,241 74
35 Sh Apple Inc	04 15 2009	01 18 2011	11,656 15	4,107 99	7,548 16
155 Sh Apple Inc	04 27 2010	11 08 2011	62,667 48	40,694 20	21,973 28
30 Sh Apple Inc	05 07 2010	11 08 2011	12,129 19	7,092 22	5,036 97
0 5 Sh Arca Continental SAB de CV	04 07 2009	06 08 2011	0 00	1 38	-1 38
200000 Sh AT&T Inc .6 7% 11 15 2013	11 12 2008	07 15 2011	224,322 00	199,819 73	24,502 27
170 Sh Avery Dennison Corp	07 29 2009	03 24 2011	6,999 05	5,038 60	1,960 45
130 Sh Avery Dennison Corp	07 28 2009	03 25 2011	5,360 27	3,843 30	1,516 97
290 Sh Avery Dennison Corp	07 29 2009	03 25 2011	11,957 51	8,595 25	3,362 26
40 Sh Avery Dennison Corp	07 28 2009	03 28 2011	1,643 90	1,182 56	461 34
250 Sh Avery Dennison Corp	07 30 2009	03 28 2011	10,274 41	7,265 83	3,008 58
255 Sh Avery Dennison Corp	07 30 2009	03 29 2011	10,385 85	7,411 14	2,974 71
3300 Sh Avery Dennison Corp	02 01 2010	06 29 2011	125,499 23	111,122 88	14,376 35
8355 Sh Avery Dennison Corp	12 23 2009	06 29 2011	317,741 22	310,724 96	7,016 26
150000 Sh Baker Hughes Inc 6 5% 11 15 13	10 23 2008	07 13 2011	169,077 00	149,813 56	19,263 44
80 Sh Baker Hughes Incorporated	06 04 2010	11 08 2011	4,637 66	3,187 11	1,450 55
320 Sh Baker Hughes Incorporated	06 10 2010	11 08 2011	18,550 65	13,309 66	5,240 99
190 Sh Baker Hughes Incorporated	06 11 2010	11 08 2011	11,014 45	8,095 84	2,918 61
110 Sh Baker Hughes Incorporated	06 14 2010	11 08 2011	6,376 79	4,713 21	1,663 58
110 Sh Baker Hughes Incorporated	06 15 2010	11 08 2011	6,376 78	4,700 52	1,676 26

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Long Term					
Regular Gain/Loss					
730 Sh Bank of America Corporation	08 28 2009	08 10 2011	5,018.87	13,127.81	-8,108.94
1520 Sh Bank of America Corporation	08 31 2009	08 10 2011	10,450.26	26,979.54	-16,529.28
500 Sh Bank of America Corporation	10 29 2009	08 10 2011	3,437.58	7,674.30	-4,236.72
52000 Sh Bank of China Ltd	08 17 2009	06 30 2011	25,073.94	25,162.30	-88.36
2500 Sh Barrick Gold Corporation	01 19 2006	06 29 2011	112,978.32	74,928.75	38,049.57
8235 Sh Bayer AG	06 18 2009	06 30 2011	653,121.98	459,468.64	193,653.34
2100 Sh Berkeley Group Holdings plc	05 20 2010	06 30 2011	43,885.58	23,430.05	20,455.53
200000 Sh Berkshire Hathaway 5% 8 15 13	02 05 2009	07 07 2011	215,980.00	203,663.36	12,316.64
5200 Sh BG Group plc	11 26 2008	06 30 2011	119,323.80	69,579.38	49,744.42
1600 Sh BG Group plc	11 27 2008	06 30 2011	36,715.01	22,589.87	14,125.14
3227 Sh BHP Billiton Limited	06 12 2007	06 30 2011	150,074.31	90,894.07	59,180.24
150 Sh BioMarin Pharmaceutical Inc	10 03 2008	11 08 2011	4,783.50	3,858.00	925.50
50 Sh BioMarin Pharmaceutical Inc	10 07 2008	11 08 2011	1,594.50	1,196.53	397.97
160 Sh BioMarin Pharmaceutical Inc	10 08 2008	11 08 2011	5,102.39	3,895.09	1,207.30
60 Sh BioMarin Pharmaceutical Inc	10 09 2008	11 08 2011	1,913.40	1,444.78	468.62
60 Sh BioMarin Pharmaceutical Inc	10 13 2008	11 08 2011	1,913.40	1,346.66	566.74
240 Sh BioMarin Pharmaceutical Inc	10 15 2008	11 08 2011	7,653.59	5,157.00	2,496.59
14000 Sh Boc Hong Kong Holdings	06 21 2010	06 30 2011	39,768.02	32,366.97	7,401.05
14000 Sh Boc Hong Kong Holdings	06 22 2010	06 30 2011	39,768.02	32,659.98	7,108.04
9500 Sh Boc Hong Kong Holdings	04 09 2010	06 30 2011	26,985.44	23,029.04	3,956.40
660 Sh Boskalis Westminster - CVA	10 25 2010	11 09 2011	23,088.49	28,787.78	-5,699.29
2900 Sh Brocade Communications Systems	01 09 2009	06 29 2011	18,350.84	11,072.78	7,278.06
520 Sh Bureau Veritas SA	12 11 2009	11 09 2011	38,183.81	26,113.08	12,070.73
300000 Sh Burlington NSF 7 00% 02 01 14	11 25 2008	07 14 2011	342,135.00	299,950.03	42,184.97
140 Sh Cabot Oil & Gas Corp Cl A	03 17 2010	07 12 2011	8,908.64	5,841.44	3,067.20
660 Sh Cabot Oil & Gas Corp Cl A	03 17 2010	08 05 2011	44,206.48	27,538.24	16,668.24
570 Sh Cabot Oil & Gas Corp Cl A	03 17 2010	08 08 2011	34,851.58	23,783.02	11,068.56
70 Sh Cabot Oil & Gas Corp Cl A	03 17 2010	11 09 2011	5,696.03	2,920.72	2,775.31
20 Sh Cabot Oil & Gas Corp Cl A	10 21 2009	11 15 2011	1,724.04	821.82	902.22
450 Sh Cabot Oil & Gas Corp Cl A	03 17 2010	11 15 2011	38,790.83	18,776.07	20,014.76
280 Sh Cabot Oil & Gas Corp Cl A	10 21 2009	11 18 2011	22,956.97	11,505.45	11,451.52
3000 Sh Cameco Corporation	04 27 2009	06 29 2011	77,346.91	61,903.80	15,443.11
4900 Sh Canon Inc - Sponsored ADR	05 05 2004	06 29 2011	233,184.06	175,085.49	58,098.57
620 Sh CareFusion Corporation	08 21 2009	11 08 2011	15,327.78	11,122.37	4,205.41
30 Sh CareFusion Corporation	08 24 2009	11 08 2011	741.67	540.60	201.07
110 Sh CareFusion Corporation	08 25 2009	11 08 2011	2,719.44	1,949.77	769.67
30 Sh CareFusion Corporation	08 26 2009	11 08 2011	741.67	536.81	204.86

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Long Term					
Regular Gain/Loss					
110 Sh CareFusion Corporation	09 02 2009	11 08 2011	2,719.44	2,048.09	671.35
20 Sh CareFusion Corporation	09 03 2009	11 08 2011	494.44	373.50	120.94
30 Sh CareFusion Corporation	09 04 2009	11 08 2011	741.67	558.56	183.11
110 Sh CareFusion Corporation	07 01 2010	11 08 2011	2,719.44	2,440.06	279.38
120 Sh CareFusion Corporation	07 02 2010	11 08 2011	2,966.67	2,706.08	260.59
130 Sh CareFusion Corporation	07 06 2010	11 08 2011	3,213.89	3,003.49	210.40
280 Sh CareFusion Corporation	11 03 2010	11 08 2011	6,922.22	6,612.03	310.19
230 Sh CareFusion Corporation	11 04 2010	11 08 2011	5,686.11	5,606.73	79.38
200000 Sh Caterpillar Fin 5 75% 02 15 12	02 06 2009	07 07 2011	206,072.00	199,984.80	6,087.20
14060 Sh Cemex S A de C V Spons ADR	02 03 2009	06 29 2011	120,153.03	99,253.30	20,899.73
4670 Sh Centrica plc	12 18 2008	11 09 2011	22,518.02	17,705.28	4,812.74
2320 Sh Centrica plc	12 19 2008	11 09 2011	11,186.69	8,552.63	2,634.06
1160 Sh Centrica plc	12 22 2008	11 09 2011	5,593.34	4,374.86	1,218.48
1100 Sh Centrica plc	12 23 2008	11 09 2011	5,304.03	4,237.88	1,066.15
950 Sh Centrica plc	12 29 2008	11 09 2011	4,580.75	3,612.70	968.05
730 Sh Centrica plc	12 30 2008	11 09 2011	3,519.95	2,796.90	723.05
570 Sh Chevron Corporation	10 23 2007	11 08 2011	61,054.37	50,328.03	10,726.34
2000 Sh China Agri-Industries Holdings	05 04 2010	11 09 2011	1,645.47	2,667.14	-1,021.67
2000 Sh China Agri-Industries Holdings	05 05 2010	11 09 2011	1,645.47	2,613.38	-967.91
3000 Sh China Agri-Industries Holdings	05 06 2010	11 09 2011	2,468.20	3,768.66	-1,300.46
1000 Sh China Agri-Industries Holdings	05 12 2010	11 09 2011	822.74	1,267.67	-444.93
1000 Sh China Agri-Industries Holdings	05 13 2010	11 09 2011	822.74	1,285.72	-462.98
2000 Sh China Agri-Industries Holdings	05 14 2010	11 09 2011	1,645.48	2,585.87	-940.39
1000 Sh China Agri-Industries Holdings	05 17 2010	11 09 2011	822.74	1,256.49	-433.75
6930 Sh China High Speed Transmission	07 16 2009	03 23 2011	10,754.36	15,956.58	-5,202.22
7240 Sh China Merchants Bank Co . Ltd	07 16 2009	11 09 2011	15,400.63	15,773.54	-372.91
550 Sh China Mobile (Hong Kong) Ltd	10 29 2008	11 08 2011	26,771.89	22,419.26	4,352.63
50 Sh China Mobile (Hong Kong) Ltd	11 07 2008	11 08 2011	2,433.81	2,165.48	268.33
170 Sh China Mobile (Hong Kong) Ltd	10 25 2010	11 08 2011	8,274.95	8,840.73	-565.78
128 Sh Chunghwa Telecom Ltd ADR	04 20 2010	11 08 2011	4,288.98	3,136.22	1,152.76
176 Sh Chunghwa Telecom Ltd ADR	04 21 2010	11 08 2011	5,897.35	4,276.10	1,621.25
232 Sh Chunghwa Telecom Ltd ADR	04 22 2010	11 08 2011	7,773.77	5,687.04	2,086.73
208 Sh Chunghwa Telecom Ltd ADR	04 23 2010	11 08 2011	6,969.59	5,130.58	1,839.01
100 Sh Chunghwa Telecom Ltd ADR	04 26 2010	11 08 2011	3,350.77	2,464.50	886.27
32 Sh Chunghwa Telecom Ltd ADR	07 01 2010	11 08 2011	1,072.25	792.38	279.87
32 Sh Chunghwa Telecom Ltd ADR	07 07 2010	11 08 2011	1,072.24	825.00	247.24
32 Sh Chunghwa Telecom Ltd ADR	07 08 2010	11 08 2011	1,072.24	826.40	245.84

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Long Term					
Regular Gain/Loss					
500 Sh Chungghwa Telecom Ltd ADR	09 16 2010	11 08 2011	16,753 83	13,568 75	3,185 08
2400 Sh Cisco Systems, Inc	10 23 2007	11 08 2011	43,098 13	74,616 00	-31,517 87
360 Sh CIT Group, Inc	03 15 2010	03 22 2011	15,086 45	13,234 21	1,852 24
170 Sh CIT Group, Inc	03 15 2010	03 23 2011	7,075 59	6,249 49	826 10
900 Sh Coach, Inc	04 13 2010	06 29 2011	55,747 18	37,349 10	18,398 08
500 Sh Coach, Inc	04 15 2010	06 29 2011	30,970 65	21,428 60	9,542 05
900 Sh Colgate-Palmolive	05 21 2009	06 29 2011	78,145 49	56,905 47	21,240 02
8100 Sh Comcast Corporation - CL A	11 26 2002	06 29 2011	201,875 66	132,591 06	69,284 60
7500 Sh Comcast Corporation - CL A	11 30 2004	06 29 2011	186,921 90	151,075 00	35,846 90
870 Sh Comcast Corporation - CL A	12 10 2007	11 08 2011	19,474 57	16,040 80	3,433 77
350 Sh Comcast Corporation - CL A	10 28 2008	11 08 2011	7,834 60	4,899 65	2,934 95
630 Sh Comcast Corporation - CL A	03 13 2009	11 08 2011	14,102 28	8,175 89	5,926 39
230 Sh Comcast Corporation - CL A	03 16 2009	11 08 2011	5,148 45	3,004 15	2,144 30
400 Sh Comerica Incorporated	03 15 2010	11 08 2011	10,519 43	14,876 76	-4,357 33
320 Sh Comerica Incorporated	03 16 2010	11 08 2011	8,415 55	12,136 86	-3,721 31
150000 Sh Comm Edison 6 15% 9 15 17	01 14 2009	06 23 2011	175,603 50	149,653 49	25,950 01
921 Sh Compagnie Financiere Richemont	02 20 2008	06 30 2011	59,575 04	33,831 32	25,743 72
2500 Sh Computer Sciences Corp	03 26 2004	06 29 2011	93,661 44	101,042 00	-7,380 56
5985 Sh Compuware Corporation	02 04 2010	06 29 2011	57,279 53	43,852 10	13,427 43
300000 Sh Con Edison Co 7 125% 12 01 18	12 02 2008	07 15 2011	371,028 00	299,132 65	71,895 35
200000 Sh ConocoPhill CA 5 625% 10 15 16	10 29 2008	07 21 2011	233,842 00	188,338 24	45,503 76
60 Sh Continental Resources, Inc	07 07 2009	11 08 2011	3,924 79	1,418 07	2,506 72
540 Sh Continental Resources, Inc	07 08 2009	11 08 2011	35,323 09	12,732 01	22,591 08
320 Sh Costco Wholesale Corporation	04 15 2009	01 03 2011	23,249 33	14,603 52	8,645 81
300 Sh Costco Wholesale Corporation	04 15 2009	05 05 2011	24,070 99	13,690 80	10,380 19
400 Sh Costco Wholesale Corporation	04 15 2009	06 02 2011	31,808 95	18,254 40	13,554 55
2750 Sh Covidien PLC	03 02 2006	06 29 2011	147,215 40	89,652 48	57,562 92
170 Sh Covidien PLC	03 13 2009	11 08 2011	7,917 94	5,365 17	2,552 77
410 Sh Covidien PLC	11 25 2008	11 08 2011	19,096 20	15,186 57	3,909 63
110 Sh Covidien PLC	11 26 2008	11 08 2011	5,123 37	4,045 84	1,077 53
120 Sh Covidien PLC	11 28 2008	11 08 2011	5,589 13	4,393 18	1,195 95
473 Sh CSL Limited	02 15 2010	06 30 2011	16,708 38	13,317 65	3,390 73
407 Sh CSL Limited	02 18 2010	06 30 2011	14,376 98	12,416 16	1,960 82
4092 86 Sh CSX Trans. 8 375% 10 15 2014	02 16 2010	04 15 2011	4,092 86	4,615 92	-523 06
15757 48 Sh CSX Trans. 8 375% 10 15 2014	10 21 2008	04 15 2011	15,757 48	15,757 48	0 00
338955 48 Sh CSX Trans. 8 375% 10 15 2014	10 21 2008	07 19 2011	401,241 94	338,955 48	62,286 46
88040 38 Sh CSX Trans. 8 375% 10 15 2014	02 16 2010	07 19 2011	104,218 68	98,506 54	5,712 14

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Long Term					
Regular Gain/Loss					
350 Sh Darto Trust Construction Co .	07 16 2009	10 21 2011	33,072 44	15,844 71	17,227 73
385 Sh Devon Energy Corporation	10 23 2007	11 08 2011	26,042 24	32,633 99	-6,591 75
3000 Sh Diageo Plc - sponsored ADR	02 10 2010	06 29 2011	243,322 62	192,177 60	51,145 02
830 Sh Diageo Plc - sponsored ADR	02 19 2004	06 29 2011	67,319 26	45,306 63	22,012 63
27030 Sh DigitalGlobe Inc	07 23 2009	06 29 2011	683,440 40	484,366 79	199,073 61
3000 Sh Duke Energy Corporation	10 14 2003	06 29 2011	56,309 22	32,610 00	23,699 22
3500 Sh Duke Energy Corporation	01 28 2004	06 29 2011	65,694 08	43,780 66	21,913 42
5000 Sh eBay Inc	07 17 2008	06 29 2011	151,494 08	120,705 00	30,789 08
900 Sh Ecolab Inc	03 31 2009	06 29 2011	49,754 73	31,316 94	18,437 79
1700 Sh Ecolab Inc	04 01 2009	06 29 2011	93,981 17	59,094 89	34,886 28
400 Sh Ecolab Inc	12 05 2008	06 29 2011	22,113 21	13,971 28	8,141 93
9500 Sh Edison International	01 20 2009	06 29 2011	367,901 32	309,585 05	58,316 27
200000 Sh Emerson Elect 4 875% 10 15 19	01 15 2009	08 10 2011	232,190 00	199,380 51	32,809 49
120 Sh Emerson Electric Co	02 04 2010	02 28 2011	7,155 75	5,441 63	1,714 12
300 Sh Emerson Electric Co	02 04 2010	03 01 2011	17,629 49	13,604 07	4,025 42
90 Sh Emerson Electric Co	02 04 2010	03 02 2011	5,296 26	4,081 22	1,215 04
2000 Sh Emerson Electric Co	08 17 2009	06 27 2011	107,406 43	68,242 03	39,164 40
2500 Sh Emerson Electric Co	11 04 2005	06 29 2011	137,046 11	88,075 12	48,970 99
1600 Sh EOG Resources Inc	08 12 2009	06 29 2011	164,534 27	119,084 96	45,449 31
200000 Sh Equitable Res 6 50% 04 1 18	01 09 2009	06 07 2011	223,938 00	184,947 48	38,990 52
3500 Sh Essilor International SA	06 11 2007	06 30 2011	284,063 95	206,523 82	77,540 13
300 Sh Essilor International SA	02 23 2010	06 30 2011	24,348 34	17,941 15	6,407 19
300000 Sh Estee Lauder 7 75% 11 01 2013	10 30 2008	05 12 2011	347,127 00	299,876 44	47,250 56
200 Sh FedEx Corporation	06 04 2009	06 29 2011	18,690 50	11,291 00	7,399 50
2000 Sh FedEx Corporation	06 04 2003	06 29 2011	186,905 01	125,700 00	61,205 01
70 Sh FedEx Corporation	04 22 2009	11 08 2011	5,720 98	3,849 92	1,871 06
190 Sh FedEx Corporation	04 23 2009	11 08 2011	15,528 36	10,058 60	5,469 76
220 Sh FedEx Corporation	02 09 2010	11 08 2011	17,980 21	17,210 38	769 83
150 Sh FedEx Corporation	10 25 2010	11 08 2011	12,259 23	13,452 86	-1,193 63
14991 96 Sh FLAG Venture Ptr VI (Offshore) (LP)	07 20 2006	02 23 2011	14,991 96	14,991 96	0 00
5097 49 Sh FLAG Venture Ptr VI (Offshore) (LP)	07 20 2006	04 28 2011	5,097 49	5,097 49	0 00
4965 26 Sh FLAG Venture Ptr VI (Offshore) (LP)	07 20 2006	06 29 2011	4,965 26	4,965 26	0 00
12939 4 Sh FLAG Venture Ptr VI (Offshore) (LP)	07 20 2006	09 08 2011	12,939 40	12,939 40	0 00
1341 71 Sh FLAG Venture Ptr VI (Offshore) (LP)	07 20 2006	11 08 2011	1,341 71	1,341 71	0 00
320 Sh Fluor Corporation	07 29 2009	01 05 2011	20,911 03	16,575 68	4,335 35
300 Sh Fluor Corporation	07 29 2009	04 12 2011	20,454 56	15,539 70	4,914 86
1730 Sh France Telecom SA - Spon ADR	09 16 2010	10 20 2011	30,071 49	37,004 35	-6,932 86

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Long Term					
Regular Gain/Loss					
2100 Sh Galaxy Entertainment Group Ltd	10 12 2010	11 09 2011	4,537 63	1,829 23	2,708 40
4800 Sh Galaxy Entertainment Group Ltd	10 13 2010	11 09 2011	10,371 71	4,324 29	6,047 42
4800 Sh Galaxy Entertainment Group Ltd	10 11 2010	11 09 2011	10,371 71	4,215 71	6,156 00
4100 Sh Galaxy Entertainment Group Ltd	10 08 2010	11 09 2011	8,859 17	3,478 50	5,380 67
150000 Sh GE Cap Corp 4 8% Due 05 01 13	10 22 2008	03 24 2011	159,648 00	142,726 50	16,921 50
10000 Sh General Electric Co	02 08 2010	06 29 2011	185,341 43	155,550 00	29,791 43
6200 Sh General Mills, Inc	04 17 2009	06 29 2011	232,325 65	154,716 04	77,609 61
5600 Sh General Mills, Inc	11 19 2009	06 29 2011	209,842 53	187,628 28	22,214 25
3800 Sh General Mills, Inc	11 19 2009	06 29 2011	142,393 14	127,359 66	15,033 48
2300 Sh General Mills, Inc	11 20 2009	06 29 2011	86,185 32	77,888 23	8,297 09
1000 Sh Genpact Ltd	10 30 2009	06 29 2011	17,049 37	11,953 20	5,096 17
1000 Sh Genpact Ltd	11 03 2009	06 29 2011	17,049 37	12,099 20	4,950 17
2300 Sh Genpact Ltd	11 04 2009	06 29 2011	39,213 56	29,446 44	9,767 12
3000 Sh Genpact Ltd	11 06 2009	06 29 2011	51,148 11	41,698 80	9,449 31
7500 Sh Genuine Parts Company	05 20 2003	06 29 2011	403,459 24	247,125 00	156,334 24
100 Sh Goldman Sachs Group	09 17 2008	06 29 2011	13,215 01	10,702 36	2,512 65
130 Sh Goldman Sachs Group	03 13 2009	11 08 2011	13,883 73	12,701 78	1,181 95
40 Sh Goldman Sachs Group	04 14 2009	11 08 2011	4,271 92	4,920 00	-648 08
200 Sh Google Inc - Class A	05 15 2007	06 29 2011	99,592 08	92,229 90	7,362 18
50 Sh Google Inc - Class A	11 05 2007	11 08 2011	30,397 92	35,867 12	-5,469 20
20 Sh Google Inc - Class A	11 20 2007	11 08 2011	12,159 17	12,854 88	-695 71
10 Sh Google Inc - Class A	11 21 2007	11 08 2011	6,079 58	6,636 44	-556 86
25 Sh Google Inc - Class A	07 18 2008	11 08 2011	15,198 96	12,112 27	3,086 69
10 Sh Google Inc - Class A	05 07 2010	11 08 2011	6,079 58	4,974 38	1,105 20
10 Sh Google Inc - Class A	05 10 2010	11 08 2011	6,079 58	5,174 80	904 78
1610 Sh Government Properties Income	03 17 2010	07 20 2011	40,559 95	38,859 84	1,700 11
950 Sh Government Properties Income	03 17 2010	08 05 2011	20,692 79	22,929 71	-2,236 92
380 Sh Government Properties Income	03 17 2010	09 12 2011	8,181 96	9,171 89	-989 93
131 Sh Government Properties Income	03 17 2010	09 12 2011	2,820 62	3,151 36	-330 74
569 Sh Government Properties Income	03 17 2010	09 13 2011	12,265 18	13,687 96	-1,422 78
322000 Sh GS FDIC 3 25% 06 15 12	12 19 2008	03 24 2011	332,841 74	327,008 27	5,833 47
1322 Sh Hennes & Mauritz AB - B Shares	01 29 2010	06 30 2011	45,872 30	39,394 99	6,477 31
620 Sh Hertz Global Holdings Inc	04 12 2010	11 08 2011	7,233 65	7,340 80	-107 15
930 Sh Hertz Global Holdings Inc	04 13 2010	11 08 2011	10,850 47	11,098 34	-247 87
390 Sh Hertz Global Holdings Inc	04 14 2010	11 08 2011	4,550 20	4,746 61	-196 41
360 Sh Hertz Global Holdings Inc	04 15 2010	11 08 2011	4,200 18	4,450 54	-250 36
4000 Sh Hewlett-Packard Company	03 26 2004	06 29 2011	142,068 46	89,760 00	52,308 46

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Long Term					
Regular Gain/Loss					
4000 Sh Home Depot Inc	02 08 2010	06 29 2011	143,721 64	115,515 60	28,206 04
7400 Sh Home Depot Inc	12 28 2009	06 29 2011	265,885 02	216,060 76	49,824 26
3173 Sh HSBC Holdings PLC - Gbp Shares	01 29 2009	06 30 2011	31,379 21	26,112 28	5,266 93
2561 Sh HSBC Holdings PLC - Gbp Shares	07 16 2009	06 30 2011	25,326 87	22,316 85	3,010 02
322000 Sh HSBC USA Inc 3 125% 12 16 11	12 19 2008	03 24 2011	328,584 90	324,815 50	3,769 40
500 Sh Human Genome Sciences Inc	05 18 2010	08 25 2011	6,395 93	12,654 50	-6,258 57
20 Sh Hundai Mobis	04 21 2010	04 26 2011	7,094 16	2,961 25	4,132 91
20 Sh Hundai Mobis	04 21 2010	04 27 2011	6,823 80	2,961 25	3,862 55
30 Sh Hundai Mobis	04 21 2010	04 28 2011	10,418 45	4,441 88	5,976 57
50 Sh Hundai Mobis	04 20 2010	04 29 2011	17,257 91	7,279 67	9,978 24
30 Sh Hundai Mobis	04 20 2010	05 02 2011	10,240 57	4,367 80	5,872 77
100 Sh Icici Bank Limited - Spon ADR	03 03 2010	06 29 2011	4,894 16	3,991 88	902 28
6400 Sh Illinois Tool Works Inc	05 10 2002	06 29 2011	352,827 78	224,656 32	128,171 46
914 Sh Industria de Diseno Textil, S	03 26 2008	07 13 2011	79,163 34	50,034 44	29,128 90
100 Sh Inmet Mining Corporation	04 21 2010	06 30 2011	7,162 93	5,721 08	1,441 85
100 Sh Inmet Mining Corporation	04 16 2010	06 30 2011	7,162 93	5,792 06	1,370 87
100 Sh Inmet Mining Corporation	04 14 2010	06 30 2011	7,162 93	5,839 00	1,323 93
3000 Sh Int'l Business Machines Corp	03 31 2009	06 29 2011	511,470 67	292,838 70	218,631 97
310 Sh Int'l Business Machines Corp	10 25 2010	11 08 2011	57,640 38	43,723 95	13,916 43
320 Sh Intel Corp	12 19 2008	02 23 2011	6,747 74	4,684 41	2,063 33
710 Sh Intel Corp	12 19 2008	02 24 2011	15,029 06	10,393 55	4,635 51
280 Sh Intel Corp	12 22 2008	02 24 2011	5,926 96	4,025 28	1,901 68
1320 Sh InterContinental Hotels Group	05 08 2009	11 09 2011	22,855 82	13,413 00	9,442 82
360 Sh InterContinental Hotels Group	05 11 2009	11 09 2011	6,233 40	3,534 80	2,698 60
210 Sh InterContinental Hotels Group	05 12 2009	11 09 2011	3,636 15	2,204 31	1,431 84
1900 Sh Iron Mountain Inc	10 27 2008	06 29 2011	63,832 12	37,842 11	25,990 01
2500 Sh Iron Mountain Inc	10 28 2008	06 29 2011	83,989 64	50,663 00	33,326 64
1200 Sh Iron Mountain Inc	10 23 2008	06 29 2011	40,315 02	24,820 20	15,494 82
1200 Sh Iron Mountain Inc	10 17 2008	06 29 2011	40,315 03	26,103 84	14,211 19
600 Sh Iron Mountain Inc	10 30 2008	06 29 2011	20,157 51	13,512 00	6,645 51
600 Sh Iron Mountain Inc	10 20 2008	06 29 2011	20,157 51	13,803 00	6,354 51
2000 Sh Iron Mountain Inc	11 20 2009	06 29 2011	67,191 71	48,675 00	18,516 71
26674 28 Sh Ivy Partners Fund I (Offshore) (LP)	06 06 2006	03 01 2011	26,674 28	26,674 28	0 00
217878 31 Sh Ivy Partners Fund I (Offshore) (LP)	06 06 2006	05 02 2011	217,878 31	217,312 64	565 67
100612 34 Sh Ivy Partners Fund I (Offshore) (LP)	06 06 2006	08 12 2011	100,612 34	0 00	100,612 34
16148 97 Sh Ivy Partners Fund I (Offshore) (LP)	06 06 2006	12 01 2011	16,148 97	0 00	16,148 97
240 Sh J P Morgan Chase & Co	12 03 2009	05 24 2011	10,126 34	10,065 79	60 55

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Long Term					
Regular Gain/Loss					
480 Sh J P Morgan Chase & Co	12 15 2009	05 24 2011	20,252 68	19,711 10	541 58
200 Sh J P Morgan Chase & Co	08 20 2010	11 29 2011	5,764 95	8,056 70	-2,291 75
840 Sh J P Morgan Chase & Co	06 11 2009	12 19 2011	25,785 57	29,778 84	-3,993 27
400 Sh J P Morgan Chase & Co	06 15 2009	12 19 2011	12,278 84	13,847 16	-1,568 32
430 Sh J P Morgan Chase & Co	07 17 2009	12 19 2011	13,199 76	15,823 91	-2,624 15
260 Sh J P Morgan Chase & Co	08 20 2010	12 19 2011	7,981 25	10,473 71	-2,492 46
1000 Sh JGC Corporation	03 28 2008	06 30 2011	27,296 10	15,414 39	11,881 71
150000 Sh John Deere Cap 5 25% 10 1 12	03 25 2009	06 21 2011	158,875 50	149,853 05	9,022 45
6325 Sh Johnson & Johnson	05 15 2006	06 29 2011	420,274 89	378,086 99	42,187 90
385 Sh Julius Baer Group Ltd	07 16 2009	11 09 2011	14,216 25	11,853 09	2,363 16
1320 Sh Juniper Networks, Inc	04 15 2009	01 20 2011	46,147 10	23,878 80	22,268 30
600 Sh Juniper Networks, Inc	05 21 2009	06 29 2011	18,433 80	13,986 60	4,447 20
3000 Sh Juniper Networks, Inc	06 02 2009	06 29 2011	92,169 03	71,937 00	20,232 03
110 Sh Kevence Corporation	01 09 2009	06 30 2011	30,883 58	19,398 81	11,484 77
110 Sh Kevence Corporation	01 06 2009	06 30 2011	30,883 59	20,311 77	10,571 82
110 Sh Kevence Corporation	01 05 2009	06 30 2011	30,883 58	20,793 64	10,089 94
220 Sh Kevence Corporation	07 15 2008	06 30 2011	61,767 17	44,534 53	17,232 64
220 Sh Kevence Corporation	07 16 2008	06 30 2011	61,767 17	46,194 19	15,572 98
2700 Sh Kraft Foods Inc Class A	01 17 2006	06 29 2011	94,113 44	77,719 23	16,394 21
1045 Sh Kronos AG	04 20 2009	03 24 2011	73,568 31	37,136 10	36,432 21
300 Sh L'Oreal SA	08 19 2008	06 30 2011	38,726 96	31,310 53	7,416 43
330 Sh Leucadia National Corporation	06 28 2007	03 17 2011	11,248 62	11,823 27	-574 65
340 Sh Leucadia National Corporation	03 29 2006	03 18 2011	11,758 27	9,989 20	1,769 07
80 Sh Leucadia National Corporation	06 28 2007	03 18 2011	2,766 65	2,866 25	-99 60
190 Sh Leucadia National Corporation	03 29 2006	03 28 2011	6,974 63	5,582 20	1,392 43
190 Sh Leucadia National Corporation	03 29 2006	04 05 2011	7,275 13	5,582 20	1,692 93
140 Sh Leucadia National Corporation	03 30 2006	04 05 2011	5,360 62	4,092 90	1,267 72
140 Sh Leucadia National Corporation	12 18 2006	04 05 2011	5,360 62	3,885 66	1,474 96
200 Sh Liberty Global, Inc - Ser C	05 30 2007	06 29 2011	8,343 83	7,035 50	1,308 33
200 Sh Liberty Global, Inc - Ser C	06 06 2007	06 29 2011	8,343 84	7,105 24	1,238 60
200 Sh Liberty Global, Inc - Ser C	06 12 2007	06 29 2011	8,343 84	7,110 46	1,233 38
400 Sh Liberty Media-Interactive A	08 06 2004	06 29 2011	6,576 95	6,259 56	317 39
191 Sh Linde AG	08 03 2009	06 30 2011	33,105 75	18,618 32	14,487 43
203 Sh Linde AG	08 05 2009	06 30 2011	35,185 70	20,189 79	14,995 91
6400 Sh LoopNet, Inc	02 19 2008	06 29 2011	117,260 46	73,545 60	43,714 86
7900 Sh Lowe's Companies	01 11 2008	06 29 2011	184,421 16	160,866 91	23,554 25
70 Sh Mastercard Inc - Class A	09 30 2008	11 08 2011	25,536 09	12,526 63	13,009 46

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From: 01/01/2011 To: 12/31/2011

Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Long Term					
Regular Gain/Loss					
70 Sh Mastercard Inc - Class A	09/30/2008	11/09/2011	25,281.98	12,526.62	12,755.36
40 Sh Mastercard Inc - Class A	10/13/2008	11/09/2011	14,446.85	6,441.59	8,005.26
10000 Sh Maxim Intergrated Products, In	02/08/2010	06/29/2011	249,870.20	178,116.00	71,754.20
10000 Sh Maxim Intergrated Products, In	06/17/2010	06/29/2011	249,870.19	182,502.00	67,368.19
300000 Sh McDonald's Corp 5 8% 10 15 17	10/22/2008	09/28/2011	360,819.00	293,679.84	67,139.16
320 Sh McDonalds Corp	04/15/2009	01/07/2011	23,716.74	17,176.42	6,540.32
2200 Sh Medtronic, Inc	10/15/2009	06/29/2011	83,759.87	81,193.20	2,566.67
679 043 Sh Merck & Co Inc	11/19/2009	01/14/2011	23,243.25	24,053.47	-810.22
690 957 Sh Merck & Co Inc	04/15/2009	01/18/2011	23,318.94	15,931.74	7,387.20
1200 Sh Merck & Co Inc	04/15/2009	01/21/2011	40,662.65	27,669.00	12,993.65
1402 Sh Merck & Co Inc	04/15/2009	01/24/2011	47,385.00	32,326.62	15,058.38
200 Sh Merck & Co Inc	05/26/2009	06/29/2011	7,041.38	5,191.98	1,849.40
600 Sh Merck & Co Inc	05/21/2009	06/29/2011	21,124.16	15,592.56	5,531.60
200 Sh Merck & Co Inc	05/20/2009	06/29/2011	7,041.38	5,200.66	1,840.72
12500 Sh Merck & Co Inc	04/06/2009	06/29/2011	440,086.54	332,710.00	107,376.54
700 Sh Merck & Co Inc	05/28/2009	06/29/2011	24,644.85	18,664.31	5,980.54
500 Sh Merck & Co Inc	05/27/2009	06/29/2011	17,603.46	13,333.00	4,270.46
815 Sh MF Global Holdings Ltd	05/17/2010	10/25/2011	1,511.79	7,358.72	-5,846.93
2305 Sh MF Global Holdings Ltd	05/17/2010	10/25/2011	4,386.32	20,812.07	-16,425.75
2970 Sh MF Global Holdings Ltd	05/18/2010	10/25/2011	5,651.80	25,919.19	-20,267.39
1250 Sh MF Global Holdings Ltd	05/20/2010	10/25/2011	2,378.70	10,211.62	-7,832.92
850 Sh MF Global Holdings Ltd	05/20/2010	10/26/2011	1,286.53	6,943.91	-5,657.38
1880 Sh MF Global Holdings Ltd	06/04/2010	10/26/2011	2,845.51	13,630.00	-10,784.49
3249 Sh MF Global Holdings Ltd	09/02/2010	10/26/2011	4,917.59	23,210.53	-18,292.94
732 Sh MF Global Holdings Ltd	09/02/2010	10/26/2011	908.98	5,229.34	-4,320.36
2247 Sh MF Global Holdings Ltd	07/20/2010	10/26/2011	2,856.78	13,744.22	-10,887.44
2400 Sh MF Global Holdings Ltd	07/27/2010	10/26/2011	3,051.30	15,390.96	-12,339.66
2130 Sh MF Global Holdings Ltd	07/30/2010	10/26/2011	2,708.03	13,730.62	-11,022.59
59 Sh MF Global Holdings Ltd	09/02/2010	10/26/2011	75.01	421.49	-346.48
683 Sh MF Global Holdings Ltd	07/20/2010	10/26/2011	1,328.40	4,177.71	-2,849.31
100 Sh Microchip Technology Inc	02/07/2008	06/29/2011	3,718.98	3,007.96	711.02
500 Sh Microchip Technology Inc	01/31/2008	06/29/2011	18,594.89	15,751.55	2,843.34
3600 Sh Microchip Technology Inc	01/29/2008	06/29/2011	133,883.22	113,454.00	20,429.22
800 Sh Microchip Technology Inc	01/30/2008	06/29/2011	29,751.83	25,226.48	4,525.35
2070 Sh Microsoft Corp	10/23/2007	11/08/2011	55,568.08	64,025.10	-8,457.02
160 Sh Microsoft Corp	02/05/2008	11/08/2011	4,295.12	4,720.96	-425.84
40 Sh Microsoft Corp	02/06/2008	11/08/2011	1,073.78	1,163.27	-89.49

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Long Term					
Regular Gain/Loss					
140 Sh Microsoft Corp	06 11 2010	11 08 2011	3,758 23	3,562 05	196 18
550 Sh Microsoft Corp	06 14 2010	11 08 2011	14,764 46	14,167 56	596 90
3300 Sh Mitsubishi Corporation	09 15 2009	06 30 2011	81,702 60	69,619 74	12,082 86
990 Sh Morgan Stanley	08 07 2009	11 08 2011	16,666 63	31,177 48	-14,510 85
428 Sh Motorola Solutions, Inc	05 27 2003	06 29 2011	19,654 54	13,575 39	6,079 15
500 Sh Murata Manufacturing Company	06 09 2009	06 30 2011	33,485 69	21,055 52	12,430 17
100 Sh Murata Manufacturing Company	06 10 2009	06 30 2011	6,697 14	4,282 94	2,414 20
300 Sh Murata Manufacturing Company	03 18 2009	06 30 2011	20,091 41	12,881 93	7,209 48
900 Sh Murata Manufacturing Company	03 19 2009	06 30 2011	60,274 24	39,422 01	20,852 23
24581 7 Sh Newbury Eqvt Ptins II GF (LP)	02 03 2010	05 04 2011	24,581 70	24,581 70	0 00
14084 48 Sh Newbury Eqvt Ptins II GF (LP)	02 03 2010	09 07 2011	14,084 48	14,084 48	0 00
32470 36 Sh Newbury Eqvt Ptins II GF (LP)	02 03 2010	12 20 2011	32,470 36	32,470 36	0 00
650 Sh Newmont Mining Corporation	10 23 2007	03 16 2011	33,498 15	29,607 50	3,890 65
10000 Sh News Corporation Inc Class A	10 18 2005	06 29 2011	173,748 65	148,950 00	24,798 65
5000 Sh News Corporation Inc Class A	04 29 2005	06 29 2011	86,874 33	76,275 00	10,599 33
700 Sh Norfolk Southern Corp	05 10 2010	06 29 2011	51,738 80	40,816 93	10,921 87
300000 Sh Norfolk Southern Corp Sr Not	10 27 2008	02 15 2011	300,000 00	299,946 39	53 61
210 Sh Northern Trust Corporation	11 12 2008	11 08 2011	8,419 70	9,607 50	-1,187 80
45 Sh Northern Trust Corporation	08 06 2009	11 08 2011	1,804 22	2,716 65	-912 43
500 Sh Novartis AG - ADR	06 01 2007	06 29 2011	30,267 57	28,143 95	2,123 62
900 Sh Novartis AG - ADR	06 04 2007	06 29 2011	54,481 62	50,722 29	3,759 33
900 Sh Novartis AG - ADR	06 05 2007	06 29 2011	54,481 62	50,750 37	3,731 25
1290 Sh Novartis AG - ADR	10 23 2007	11 08 2011	72,068 59	67,105 15	4,963 44
970 Sh Novartis AG Basel	01 05 2009	06 30 2011	58,427 31	48,958 36	9,468 95
200000 Sh Novartis Cap 4 125% 2 10 14	02 04 2009	07 13 2011	216,086 00	199,887 13	16,198 87
800 Sh Novo Nordisk A S-B	02 17 2010	06 30 2011	99,670 47	57,981 74	41,688 73
800 Sh Novo Nordisk A S-Spons ADR	02 17 2010	06 29 2011	99,388 73	57,818 00	41,570 73
1100 Sh Novo Nordisk A S-Spons ADR	02 16 2010	06 29 2011	136,659 50	79,707 87	56,951 63
200 Sh NYSE Euronext	12 18 2009	11 08 2011	5,453 79	5,056 32	397 47
360 Sh NYSE Euronext	12 22 2009	11 08 2011	9,816 83	9,195 44	621 39
420 Sh NYSE Euronext	12 23 2009	11 08 2011	11,452 97	10,829 32	623 65
170 Sh Occidental Petroleum Corp	04 15 2009	02 15 2011	17,596 38	10,007 75	7,588 63
100 Sh Occidental Petroleum Corp	04 15 2009	04 11 2011	10,146 71	5,886 91	4,259 80
440 Sh Oceaneering International, Inc	05 18 2010	11 08 2011	19,140 69	12,513 38	6,627 31
1200 Sh OGX Petroleo E Gas Participaoc	10 16 2009	11 08 2011	9,858 17	11,048 32	-1,190 15
300 Sh OGX Petroleo E Gas Participaoc	12 29 2009	11 08 2011	2,464 54	2,981 41	-516 87
500 Sh OGX Petroleo E Gas Participaoc	12 30 2009	11 08 2011	4,107 57	4,858 91	-751 34

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Long Term					
Regular Gain/Loss					
1200 Sh Omnicom Group	03 16 2004	06 29 2011	56,549 03	45,398 22	11,150 81
1800 Sh Omnicom Group	03 15 2004	06 29 2011	84,823 55	68,272 02	16,551 53
330 Sh Ottogri Corporation	05 06 2010	12 22 2011	44,328 00	40,506 29	3,821 71
200000 Sh Paccar Inc 6 875% 2 15 14	02 10 2009	07 08 2011	229,230 00	199,965 36	29,264 64
6155 Sh Pearson PLC	05 21 2009	06 20 2011	114,447 10	65,875 64	48,571 46
5000 Sh Pearson PLC	05 27 2009	06 20 2011	92,970 84	53,883 63	39,087 21
1500 Sh Pengrowth Energy Corp	03 15 2010	06 30 2011	18,689 61	16,997 69	1,691 92
240 Sh Pepsico, Inc	10 08 2009	02 10 2011	15,153 40	14,467 25	686 15
250 Sh Pepsico, Inc	12 21 2009	02 10 2011	15,784 80	15,075 95	708 85
460 Sh Pepsico, Inc	12 17 2008	11 08 2011	28,975 81	25,073 13	3,902 68
470 Sh Pepsico, Inc	02 02 2009	11 08 2011	29,605 71	23,329 01	6,276 70
64 Sh Pernod-Ricard SA	10 29 2009	07 13 2011	6,073 91	5,315 83	758 08
985 Sh Pfizer Inc	05 13 2009	06 29 2011	20,292 57	17,704 06	2,588 51
1560 Sh Pfizer Inc	10 29 2010	11 08 2011	30,973 20	27,326 68	3,646 52
240 Sh Pfizer Inc	11 01 2010	11 08 2011	4,765 11	4,262 81	502 30
600 Sh Pfizer Inc	11 02 2010	11 08 2011	11,912 77	10,482 48	1,430 29
700 Sh Philip Morris International	04 14 2009	05 06 2011	48,363 07	25,239 78	23,123 29
40 Sh Philippine Long Dist Tele Co	09 03 2010	11 08 2011	2,220 45	2,193 99	26 46
10 Sh Philippine Long Dist Tele Co	09 07 2010	11 08 2011	555 11	544 70	10 41
20 Sh Philippine Long Dist Tele Co	09 08 2010	11 08 2011	1,110 22	1,096 51	13 71
30 Sh Philippine Long Dist Tele Co	09 09 2010	11 08 2011	1,665 33	1,663 31	2 02
10 Sh Philippine Long Dist Tele Co	09 10 2010	11 08 2011	555 11	559 49	-4 38
20 Sh Philippine Long Dist Tele Co	09 13 2010	11 08 2011	1,110 22	1,121 30	-11 08
10 Sh Philippine Long Dist Tele Co	09 14 2010	11 08 2011	555 11	564 04	-8 93
80 Sh Philippine Long Dist Tele Co	09 16 2010	11 08 2011	4,440 89	4,569 57	-128 68
110 Sh Philippine Long Dist Tele Co	09 17 2010	11 08 2011	6,106 22	6,251 82	-145 60
80 Sh Philippine Long Dist Tele Co	09 20 2010	11 08 2011	4,440 89	4,624 25	-183 36
50 Sh Philippine Long Dist Tele Co	09 21 2010	11 08 2011	2,775 56	2,928 34	-152 78
5000 Sh Prtnex Bowes Inc	03 02 2009	06 29 2011	113,761 31	93,419 00	20,342 31
158000 Sh PPL Energy Suppl 6 2% 5 15 16	01 26 2009	07 21 2011	179,036 12	144,059 45	34,976 67
1400 Sh Procter & Gamble Co	05 21 2009	06 29 2011	87,654 56	74,167 24	13,487 32
8300 Sh Procter & Gamble Co	05 19 2009	06 29 2011	519,666 29	440,891 02	78,775 27
4900 Sh Procter & Gamble Co	05 20 2009	06 29 2011	306,790 94	266,234 64	40,556 30
2200 Sh Progressive Corporation	10 16 2008	06 29 2011	46,638 23	27,499 12	19,139 11
1000 Sh Progressive Corporation	10 15 2008	06 29 2011	21,199 19	14,567 70	6,631 49
3300 Sh Progressive Corporation	10 13 2008	06 29 2011	69,957 33	48,897 42	21,059 91
4500 Sh Progressive Corporation	12 26 2007	06 29 2011	95,396 36	85,295 70	10,100 66

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Long Term					
Regular Gain/Loss					
200000 Sh PSEG Power LLC 7 75% 4 15 11	01 26 2009	04 15 2011	200,000 00	200,000 00	0 00
3000 Sh Qualcomm Inc	11 18 2009	06 29 2011	166,111 31	136,245 00	29,866 31
4500 Sh Qualcomm Inc	11 18 2009	06 29 2011	249,166 96	204,457 50	44,709 46
730 Sh Qualcomm Inc	02 09 2010	11 08 2011	41,520 22	27,687 74	13,832 48
70 Sh Qualcomm Inc	02 10 2010	11 08 2011	3,981 39	2,621 90	1,359 49
160 Sh Qualcomm Inc	02 11 2010	11 08 2011	9,100 32	5,953 74	3,146 58
19722 Sh Republic Services Inc Cl A	01 04 2005	06 29 2011	607,475 23	437,285 39	170,189 84
1640 Sh Republic Services Inc Cl A	10 23 2007	11 08 2011	45,385 14	55,021 34	-9,636 20
60 Sh Republic Services Inc Cl A	10 13 2008	11 08 2011	1,660 43	1,422 88	237 55
480 Sh Roper Industries Inc	10 23 2007	11 08 2011	40,191 20	31,968 48	8,222 72
283 3334 Sh Sabra Healthcare REIT Inc	09 20 2010	11 04 2011	3,126 52	7,327 62	-4,201 10
178 6667 Sh Sabra Healthcare REIT Inc	09 21 2010	11 04 2011	1,971 54	4,596 06	-2,624 52
10 6667 Sh Sabra Healthcare REIT Inc	09 22 2010	11 04 2011	117 71	273 64	-155 93
5 3332 Sh Sabra Healthcare REIT Inc	10 04 2010	11 04 2011	58 85	136 75	-77 90
373 Sh Sabra Healthcare REIT Inc	10 04 2010	11 04 2011	4,138 95	9,564 25	-5,425 30
24 3333 Sh Sabra Healthcare REIT Inc	09 21 2010	11 07 2011	264 02	623 85	-359 83
191 6667 Sh Sabra Healthcare REIT Inc	10 04 2010	11 07 2011	2,079 62	4,914 60	-2,834 98
127 3333 Sh Sabra Healthcare REIT Inc	08 27 2010	11 07 2011	1,397 09	3,243 38	-1,846 29
167 Sh Sabra Healthcare REIT Inc	09 13 2010	11 07 2011	1,832 30	4,277 70	-2,445 40
0 6667 Sh Sabra Healthcare REIT Inc	09 21 2010	11 07 2011	7 31	17 09	-9 78
304 Sh Sabra Healthcare REIT Inc	08 27 2010	11 07 2011	3,292 65	7,743 37	-4,450 72
156 Sh Sabra Healthcare REIT Inc	08 27 2010	11 08 2011	1,736 93	3,973 57	-2,236 64
154 Sh Sabra Healthcare REIT Inc	08 27 2010	11 08 2011	1,714 52	3,922 62	-2,208 10
42 Sh Sabra Healthcare REIT Inc	08 27 2010	11 09 2011	463 51	1,069 81	-606 30
16 Sh Sabra Healthcare REIT Inc	09 20 2010	11 09 2011	176 57	405 40	-228 83
39 6667 Sh Sabra Healthcare REIT Inc	09 13 2010	11 09 2011	435 14	1,001 47	-566 33
7 3333 Sh Sabra Healthcare REIT Inc	09 20 2010	11 09 2011	80 44	185 81	-105 37
73 3333 Sh Sabra Healthcare REIT Inc	09 17 2010	11 09 2011	804 45	1,851 46	-1,047 01
7 6667 Sh Sabra Healthcare REIT Inc	09 17 2010	11 09 2011	84 10	192 32	-108 22
167 Sh Sabra Healthcare REIT Inc	08 18 2010	11 10 2011	1,752 74	4,139 63	-2,386 89
51 Sh Sabra Healthcare REIT Inc	09 17 2010	11 10 2011	535 27	1,279 32	-744 05
42 6667 Sh Sabra Healthcare REIT Inc	08 18 2010	11 10 2011	460 13	1,057 63	-597 50
65 3333 Sh Sabra Healthcare REIT Inc	08 19 2010	11 10 2011	704 57	1,581 47	-876 90
109 3333 Sh Sabra Healthcare REIT Inc	08 13 2010	11 10 2011	1,176 89	2,529 12	-1,352 23
41 6667 Sh Sabra Healthcare REIT Inc	08 19 2010	11 10 2011	448 51	1,008 60	-560 09
194 Sh Sabra Healthcare REIT Inc	08 13 2010	11 15 2011	2,051 51	4,475 62	-2,424 11
201 Sh Sabra Healthcare REIT Inc	08 13 2010	11 15 2011	2,115 39	4,637 11	-2,521 72

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Long Term					
Regular Gain/Loss					
1697 Sh Sabra Healthcare REIT Inc	08 13 2010	11 16 2011	17,455 85	39,150 17	-21,694 32
6060 Sh Safeway Inc	09 28 2009	06 29 2011	140,432 34	119,856 50	20,575 84
300000 Sh Safeway Inc 6 25% 03 15 14	12 17 2008	06 06 2011	334,818 00	301,727 61	33,090 39
690 Sh Samsung Electronics Co . Ltd	06 11 2007	06 30 2011	179,634 18	165,255 00	14,379 18
120 Sh Samsung Electronics Co . Ltd	03 21 2008	06 30 2011	31,240 73	26,340 00	4,900 73
100 Sh Sap AG	09 05 2008	06 30 2011	6,019 36	5,402 33	617 03
1100 Sh Sap AG - Sponsored ADR	05 16 2005	06 29 2011	65,504 07	45,178 54	20,325 53
1700 Sh Sap AG - Sponsored ADR	05 17 2005	06 29 2011	101,233 56	69,905 70	31,327 86
600 Sh Sap AG - Sponsored ADR	05 18 2005	06 29 2011	35,729 49	24,981 42	10,748 07
1000 Sh Schlumberger Ltd	10 29 2009	06 29 2011	85,020 77	64,817 20	20,203 57
2500 Sh Schlumberger Ltd	03 16 2007	06 29 2011	212,551 91	161,961 50	50,590 41
100 Sh Schnitzer Steel Industries, In	04 02 2009	01 13 2011	6,468 81	3,799 37	2,669 44
48 Sh Schnitzer Steel Industries, In	04 02 2009	01 18 2011	3,000 21	1,823 70	1,176 51
81 Sh Schnitzer Steel Industries, In	04 02 2009	01 18 2011	5,082 39	3,077 49	2,004 90
271 Sh Schnitzer Steel Industries, In	04 02 2009	01 21 2011	16,658 23	10,296 29	6,361 94
2400 Sh SES-FDR	10 30 2009	06 30 2011	67,028 11	52,760 43	14,267 68
300 Sh SES-FDR	11 03 2009	06 30 2011	8,378 51	6,603 82	1,774 69
100 Sh SES-FDR	11 05 2009	06 30 2011	2,792 84	2,207 18	585 66
200000 Sh Shell Int'l Fin 5 2% 03 22 17	12 16 2008	08 10 2011	236,632 00	202,799 51	33,832 49
100 Sh Siemens AG ORD	07 21 2009	06 30 2011	13,599 40	7,641 42	5,957 98
300 Sh Siemens AG ORD	07 27 2009	06 30 2011	40,798 21	23,747 85	17,050 36
100 Sh SMC Corporation	09 05 2008	06 30 2011	17,726 98	9,727 04	7,999 94
100 Sh SMC Corporation	09 09 2008	06 30 2011	17,726 99	9,912 60	7,814 39
100 Sh SMC Corporation	09 04 2008	06 30 2011	17,726 99	9,919 87	7,807 12
100 Sh SMC Corporation	08 25 2008	06 30 2011	17,726 99	10,196 00	7,530 99
300 Sh SMC Corporation	08 18 2008	06 30 2011	53,180 97	30,685 68	22,495 29
1570 Sh Smiths Group plc	10 24 2007	11 09 2011	23,962 51	36,013 72	-12,051 21
400 Sh Smiths Group plc	11 04 2008	11 09 2011	6,105 10	5,644 32	460 78
250 Sh Smiths Group plc	11 05 2008	11 09 2011	3,815 68	3,436 46	379 22
80 Sh Smiths Group plc	11 06 2008	11 09 2011	1,221 02	1,053 38	167 64
200000 Sh Southwest El Pwr 5 55% 1 15 17	01 26 2009	05 26 2011	216,444 00	187,932 07	28,511 93
4127 Sh SPDR S&P 500 ETF Trust	02 16 2010	10 27 2011	525,480 82	452,896 98	72,583 84
8128 Sh SPDR S&P 500 ETF Trust	02 16 2010	11 01 2011	998,702 31	891,966 72	106,735 59
3211 Sh SPDR S&P 500 ETF Trust	11 20 2009	11 02 2011	396,740 33	351,668 72	45,071 61
4890 Sh SPDR S&P 500 ETF Trust	02 16 2010	11 02 2011	604,191 90	536,628 60	67,563 30
3945 Sh SPDR S&P 500 ETF Trust	11 20 2009	12 28 2011	498,875 11	432,056 40	66,818 71
1100 Sh Stanley Black & Decker Inc	02 12 2010	06 29 2011	77,028 44	59,379 32	17,649 12

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Long Term					
Regular Gain/Loss					
400 Sh Stanley Black & Decker Inc	02 16 2010	06 29 2011	28,010 34	21,858 92	6,151 42
600 Sh Stanley Black & Decker Inc	01 06 2010	06 29 2011	42,015 51	32,799 78	9,215 73
65 Sh State Street Corp	10 07 2008	10 12 2011	2,187 64	2,850 24	-662 60
200 Sh State Street Corp	10 08 2008	10 12 2011	6,731 21	8,416 60	-1,685 39
260 Sh State Street Corp	03 19 2009	10 12 2011	8,750 57	7,247 71	1,502 86
90 Sh State Street Corp	03 20 2009	10 12 2011	3,029 05	2,357 87	671 18
220 Sh State Street Corp	10 29 2009	10 12 2011	7,404 33	9,571 89	-2,167 56
100 Sh Striker Corporation	03 24 2010	04 05 2011	6,078 39	5,780 37	298 02
230 Sh Striker Corporation	03 24 2010	04 06 2011	13,879 82	13,294 85	584 97
200 Sh Sumco Corporation	01 14 2010	03 11 2011	3,412 75	3,992 26	-579 51
300 Sh Sumco Corporation	01 15 2010	03 11 2011	5,119 12	6,411 06	-1,291 94
200 Sh Sumco Corporation	01 13 2010	04 04 2011	3,849 66	3,812 68	36 98
300 Sh Sumco Corporation	01 14 2010	04 04 2011	5,774 49	5,988 39	-213 90
1000 Sh Sun Hung Kai Properties Ltd	04 20 2009	06 30 2011	14,401 64	11,070 22	3,331 42
7000 Sh Sun Hung Kai Properties Ltd	06 11 2007	06 30 2011	100,811 46	80,590 30	20,221 16
630 Sh SwedBank AB	12 02 2009	11 09 2011	8,533 34	6,438 36	2,094 98
960 Sh SwedBank AB	12 03 2009	11 09 2011	13,003 19	10,165 99	2,837 20
380 Sh SwedBank AB	12 04 2009	11 09 2011	5,147 09	3,965 74	1,181 35
150 Sh Swisscom AG	08 14 2009	06 30 2011	67,901 62	49,492 05	18,409 57
6695 Sh Symetra Financial Corp	01 21 2010	06 29 2011	89,712 61	80,340 00	9,372 61
10000 Sh Synopsys	09 02 2008	06 29 2011	256,307 07	216,497 00	39,810 07
11400 Sh Target Corporation	11 03 2008	06 29 2011	530,752 14	449,269 44	81,482 70
3200 Sh TE Connectivity Limited	04 12 2010	06 29 2011	115,633 29	92,832 96	22,800 33
475 Sh TE Connectivity Limited	02 02 2006	06 29 2011	17,164 32	13,934 12	3,230 20
375 Sh TE Connectivity Limited	02 13 2006	06 29 2011	13,550 78	11,030 22	2,520 56
1560 Sh Telefonica S A - ADR	09 16 2010	10 20 2011	31,539 00	37,231 74	-5,692 74
2410 Sh Tellabs, Inc	09 11 2009	03 07 2011	12,611 28	16,824 93	-4,213 65
230 Sh Tellabs, Inc	09 18 2009	03 07 2011	1,203 57	1,585 60	-382 03
1970 Sh Tellabs, Inc	09 22 2009	03 07 2011	10,308 81	14,536 63	-4,227 82
2150 Sh Tellabs, Inc	09 18 2009	03 17 2011	10,732 16	14,821 88	-4,089 72
2860 Sh Tellabs, Inc	09 25 2009	03 17 2011	14,276 27	19,377 93	-5,101 66
500 Sh Telus Corporation - Non Vote	06 16 2010	06 30 2011	26,189 17	18,318 32	7,870 85
3300 Sh Tesco PLC	10 13 2008	06 30 2011	21,088 85	19,866 95	1,221 90
8700 Sh Tesco PLC	07 29 2009	06 30 2011	55,597 86	53,770 64	1,827 22
480 Sh The Men's Warehouse, Inc	09 11 2008	08 08 2011	12,913 86	11,452 95	1,460 91
180 Sh The Men's Warehouse, Inc	09 19 2008	08 08 2011	4,842 70	4,504 64	338 06
140 Sh The Men's Warehouse, Inc	09 22 2008	08 08 2011	3,766 54	3,342 63	423 91

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Rockefeller & Co.

From: 01/01/2011 To: 12/31/2011

Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Long Term					
Regular Gain/Loss					
50 Sh The TJX Companies, Inc	10 21 2009	01 03 2011	2,193 18	1,978 26	214 92
160 Sh The TJX Companies, Inc	10 14 2009	01 03 2011	7,018 18	6,084 64	933 54
350 Sh The TJX Companies, Inc	11 17 2009	01 03 2011	15,352 28	13,600 30	1,751 98
700 Sh The Walt Disney Company	07 06 2009	08 10 2011	21,386 34	16,072 91	5,313 43
730 Sh The Walt Disney Company	07 02 2009	08 10 2011	22,302 90	16,667 73	5,635 17
660 Sh The Walt Disney Company	07 10 2009	08 10 2011	20,164 26	14,849 93	5,314 33
420 Sh The Walt Disney Company	01 12 2010	08 10 2011	12,831 80	13,011 39	-179 59
400 Sh Thermo Fisher Scientific Inc	08 26 2010	11 08 2011	19,809 54	17,390 04	2,419 50
310 Sh Thermo Fisher Scientific Inc	08 27 2010	11 08 2011	15,352 39	13,360 13	1,992 26
100000 Sh Time Warner 8 25% 02 14 2014	11 13 2008	06 06 2011	116,884 00	99,903 43	16,980 57
1255 Sh Time Warner Cable, Inc	04 29 2005	07 12 2011	97,828 63	62,729 66	35,098 97
836 Sh Time Warner Cable, Inc	03 27 2006	07 12 2011	65,167 12	42,419 93	22,747 19
837 Sh Time Warner Cable, Inc	12 28 2005	07 12 2011	65,245 07	43,469 70	21,775 37
3400 Sh Time Warner Inc	11 05 2009	06 29 2011	122,414 64	98,322 52	24,092 12
2633 Sh Time Warner Inc	05 20 2003	06 29 2011	94,799 34	77,016 64	17,782 70
3333 Sh Time Warner Inc	01 30 2008	06 29 2011	120,002 36	107,498 84	12,503 52
20000 Sh Tingvi Holding Corporation	10 08 2009	06 30 2011	60,998 55	41,783 29	19,215 26
2000 Sh Tingvi Holding Corporation	10 13 2009	06 30 2011	6,099 86	4,276 43	1,823 43
4000 Sh Tingvi Holding Corporation	10 15 2009	06 30 2011	12,199 71	8,898 93	3,300 78
4000 Sh Tingvi Holding Corporation	10 29 2009	06 30 2011	12,199 71	8,933 64	3,266 07
2000 Sh Tingvi Holding Corporation	11 05 2009	06 30 2011	6,099 86	4,531 36	1,568 50
2000 Sh Tingvi Holding Corporation	11 19 2009	06 30 2011	6,099 86	4,715 03	1,384 83
6000 Sh Tingvi Holding Corporation	01 08 2010	06 30 2011	18,299 57	14,165 79	4,133 78
600 Sh Toronto Dominion Bank	06 08 2007	06 30 2011	50,534 57	41,177 02	9,357 55
280 Sh Toronto-Dominion Bank	12 01 2009	11 08 2011	20,344 97	17,993 39	2,351 58
220 Sh Toronto-Dominion Bank	12 02 2009	11 08 2011	15,985 33	14,188 17	1,797 16
2265 Sh Transatlantic Holdings, Inc	06 04 2009	06 29 2011	111,615 46	86,070 00	25,545 46
210 Sh Tullow Oil plc	10 15 2009	11 09 2011	4,541 51	4,196 05	345 46
410 Sh Tullow Oil plc	10 16 2009	11 09 2011	8,866 77	8,388 78	477 99
475 Sh Teco International Ltd	02 02 2006	06 29 2011	23,170 05	18,601 08	4,568 97
625 Sh Teco International Ltd	02 01 2006	06 29 2011	30,486 91	25,389 53	5,097 38
80 Sh UMB Financial Corporation	03 05 2008	05 17 2011	3,334 45	3,034 67	299 78
70 Sh UMB Financial Corporation	04 02 2009	05 17 2011	2,917 64	3,107 51	-189 87
150 Sh UMB Financial Corporation	05 27 2009	05 17 2011	6,252 09	5,920 05	332 04
270 Sh UMB Financial Corporation	03 17 2010	05 17 2011	11,253 76	11,056 45	197 31
82 Sh UMB Financial Corporation	03 05 2008	06 27 2011	3,332 41	3,110 54	221 87
48 Sh UMB Financial Corporation	03 05 2008	06 27 2011	1,970 85	1,820 80	150 05

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Long Term					
Regular Gain/Loss					
65 Sh UMB Financial Corporation	03 05 2008	06 28 2011	2,658.77	2,465.67	193.10
65 Sh UMB Financial Corporation	03 05 2008	06 28 2011	2,677.17	2,465.67	211.50
110 Sh UMB Financial Corporation	03 05 2008	06 29 2011	4,562.71	4,172.67	390.04
41 Sh UMB Financial Corporation	03 29 2006	08 15 2011	1,553.08	1,428.42	124.66
100 Sh UMB Financial Corporation	03 05 2008	08 15 2011	3,787.99	3,793.35	-5.36
120 Sh UMB Financial Corporation	03 29 2006	08 18 2011	4,221.51	4,180.73	40.78
120 Sh UMB Financial Corporation	03 29 2006	08 22 2011	4,219.40	4,180.73	38.67
909 Sh UMB Financial Corporation	03 29 2006	08 23 2011	32,670.92	31,669.00	1,001.92
1100 Sh Umicore	01 21 2010	11 09 2011	46,901.97	37,553.62	9,348.35
15000 Sh Unilever NV - NY Shares	02 09 2006	06 29 2011	489,157.09	355,050.00	134,107.09
3865 Sh Unilever NV - NY Shares	04 14 2009	06 29 2011	126,039.48	75,437.46	50,602.02
650 Sh United Parcel Service Class B	12 18 2001	06 29 2011	46,774.40	36,322.00	10,452.40
6200 Sh UnitedHealth Group Inc	11 04 2009	06 29 2011	319,746.45	174,077.40	145,669.05
3000 Sh UnitedHealth Group Inc	11 05 2009	06 29 2011	154,716.03	84,474.90	70,241.13
3100 Sh UnitedHealth Group Inc	09 03 2009	06 29 2011	159,873.23	89,543.81	70,329.42
200000 Sh Verizon Comm 5 5% 04 01 17	12 11 2008	07 12 2011	228,490.00	184,384.93	44,105.07
6400 Sh Verizon Communications	01 08 2010	06 29 2011	235,071.96	190,513.81	44,558.15
5000 Sh Vodafone Group PLC - SP ADR	02 10 2010	06 29 2011	133,437.43	108,767.50	24,669.93
5000 Sh Vodafone Group PLC - SP ADR	12 14 2009	06 29 2011	133,437.43	116,693.00	16,744.43
570 Sh Wachovia Corp 6 375% Pfd	11 12 2008	11 08 2011	14,346.91	9,758.40	4,588.51
25400 Sh Wal-Mart de Mexico SAB de CV	07 23 2008	06 30 2011	75,151.03	49,476.57	25,674.46
210 Sh Wal-Mart Stores, Inc	04 15 2009	01 05 2011	11,443.80	10,759.94	683.86
160 Sh Wal-Mart Stores, Inc	04 29 2009	01 05 2011	8,719.08	8,107.04	612.04
4500 Sh Wal-Mart Stores, Inc	12 22 2006	06 29 2011	236,888.04	205,267.50	31,620.54
1110 Sh Wal-Mart Stores, Inc	10 23 2007	11 08 2011	65,094.69	48,613.10	16,481.59
18200 Sh Websense, Inc	06 07 2004	06 29 2011	468,477.19	315,439.67	153,037.52
1540 Sh Weg S A	07 16 2009	11 08 2011	16,569.97	10,816.54	5,753.43
310 Sh Wellpoint Inc	07 20 2009	11 08 2011	20,981.51	15,437.29	5,544.22
160 Sh Wellpoint Inc	10 22 2009	11 08 2011	10,829.17	7,363.54	3,465.63
160 Sh Wellpoint Inc	11 04 2010	11 08 2011	10,829.17	8,948.64	1,880.53
2100 Sh Wells Fargo Company	02 03 2009	06 29 2011	58,411.84	38,629.50	19,782.34
4600 Sh Wells Fargo Company	02 07 2002	06 29 2011	127,949.76	104,673.00	23,276.76
650 Sh Wells Fargo Company	03 13 2009	11 08 2011	16,997.69	9,147.58	7,850.11
160 Sh Wells Fargo Company	03 16 2009	11 08 2011	4,184.05	2,341.04	1,843.01
310 Sh Wells Fargo Company	03 19 2009	11 08 2011	8,106.59	5,208.06	2,898.53
220 Sh Wells Fargo Company	03 20 2009	11 08 2011	5,753.07	3,144.55	2,608.52
1340 Sh Williams Co Inc	06 08 2010	06 29 2011	39,894.65	25,500.74	14,393.91

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From: 01/01/2011 To: 12/31/2011

Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Long Term					
Regular Gain/Loss					
700 Sh Winn-Dixie Stores, Inc	04 02 2009	01 03 2011	4,986.64	7,397.11	-2,410.47
1140 Sh Winn-Dixie Stores, Inc	04 02 2009	01 12 2011	7,266.00	12,046.72	-4,780.72
2200 Sh Winn Macau, Limited	10 08 2010	11 09 2011	6,428.11	4,225.77	2,202.34
5000 Sh Winn Macau, Limited	10 11 2010	11 09 2011	14,609.33	10,277.68	4,331.65
200000 Sh XTO Energy Inc 6 5% 12 15 18	01 05 2009	08 02 2011	252,522.00	195,883.84	56,638.16
850 Sh Yum! Brands, Inc	10 23 2007	11 08 2011	46,651.35	31,949.29	14,702.06
190 Sh Yum! Brands, Inc	10 09 2008	11 08 2011	10,427.95	5,411.14	5,016.81
190 Sh Yum! Brands, Inc	10 10 2008	11 08 2011	10,427.95	4,966.45	5,461.50
Regular Gain/Loss Totals:					7,701,559.39
Account Totals:			38,837,461.37	31,135,901.98	7,701,559.39

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 Balance Sheet
 As of December 31, 2011

Description	Security Name	Book Value	Market Value
Cash Total		3,587,713	3,587,713
Interest/Dividends Receivable Total		333,367	333,134
Investments - Corporate Stock	Abbott Laboratories	372,227	432,409
Investments - Corporate Stock	Accenture Plc	208,010	225,163
Investments - Corporate Stock	Akzo Nobel N V	359,920	331,246
Investments - Corporate Stock	Allergan, Inc	285,926	373,772
Investments - Corporate Stock	American Railcar Industries	76,596	165,596
Investments - Corporate Stock	AmerisourceBergen Corporation	146,606	137,603
Investments - Corporate Stock	Analogic Corporation	96,111	120,945
Investments - Corporate Stock	Apple Inc	208,310	372,600
Investments - Corporate Stock	Arca Continental SAB de CV	75,180	109,555
Investments - Corporate Stock	Avnet, Inc	94,790	158,248
Investments - Corporate Stock	Axel Springer AG	343,785	486,439
Investments - Corporate Stock	Bae Systems Plc	378,447	315,468
Investments - Corporate Stock	Bangkok Bank Pub Co Ltd	146,746	167,853
Investments - Corporate Stock	Baxter Int'l Inc	294,366	353,782
Investments - Corporate Stock	Bed Bath & Beyond Inc	228,490	231,880
Investments - Corporate Stock	British American Tobacco Plc	189,144	241,464
Investments - Corporate Stock	Broadridge Financial Solutions	229,112	234,520
Investments - Corporate Stock	Brown & Brown Inc	153,898	178,777
Investments - Corporate Stock	Buzzi Unicem S p A	196,124	110,571
Investments - Corporate Stock	Cabot Oil & Gas Corp CI A	65,325	156,354
Investments - Corporate Stock	Cameron International Corporat	266,936	255,788
Investments - Corporate Stock	Canon Inc	195,861	265,922
Investments - Corporate Stock	CapitalSource Inc	44,698	45,955
Investments - Corporate Stock	Carrizo Oil & Gas Inc	114,626	137,811
Investments - Corporate Stock	Casey's General Stores, Inc	60,528	105,596
Investments - Corporate Stock	Chico's FAS, Inc	90,479	101,374
Investments - Corporate Stock	Cisco Systems, Inc	179,719	175,376
Investments - Corporate Stock	CNP Assurances	514,518	324,766
Investments - Corporate Stock	Coca Cola Company	376,667	436,613
Investments - Corporate Stock	Codexis, Inc	45,843	24,629
Investments - Corporate Stock	Colgate-Palmolive	241,982	273,474
Investments - Corporate Stock	Core- Mark Holding Company, In	107,448	124,344
Investments - Corporate Stock	Costco Wholesale Corporation	178,074	225,797
Investments - Corporate Stock	Daily Mail and General Trust	233,520	254,745
Investments - Corporate Stock	Deltic Timber Corporation	148,841	172,715
Investments - Corporate Stock	Denbury Resources Inc	79,989	93,167
Investments - Corporate Stock	Devon Energy Corporation	206,575	210,800
Investments - Corporate Stock	Diageo PLC	361,046	619,795
Investments - Corporate Stock	Emerson Electric Co	126,248	172,383
Investments - Corporate Stock	Emerson Electric Co	121,120	132,316
Investments - Corporate Stock	Encore Wire Corporation	107,244	131,572
Investments - Corporate Stock	Enstar Group Ltd	97,343	142,390
Investments - Corporate Stock	Fluor Corporation	128,331	127,635
Investments - Corporate Stock	Foot Locker, Inc	119,356	144,947
Investments - Corporate Stock	GATX Corporation	125,093	201,709
Investments - Corporate Stock	General Electric Co	147,255	152,235

The Morningstar Foundation (1189)
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Description	Security Name	Book Value	Market Value
Investments - Corporate Stock	Gestevison Telecinco SA	109,161	80,147
Investments - Corporate Stock	GlaxoSmithKline plc	164,789	244,694
Investments - Corporate Stock	Google Inc - Class A	312,414	432,753
Investments - Corporate Stock	Group 4 Securicor PLC	223,308	234,603
Investments - Corporate Stock	Halliburton Co	239,108	227,766
Investments - Corporate Stock	Hays plc	101,954	61,763
Investments - Corporate Stock	Headlam Group plc	163,452	152,574
Investments - Corporate Stock	Healthcare Services Group	82,325	142,758
Investments - Corporate Stock	Heineken NV	265,417	438,807
Investments - Corporate Stock	Honda Motor Co Ltd	238,516	234,983
Investments - Corporate Stock	Imperial Tobacco Group plc	335,036	361,962
Investments - Corporate Stock	International Speedway Corpora	103,802	94,049
Investments - Corporate Stock	Investors Bancorp Inc	98,956	109,862
Investments - Corporate Stock	iShares Inc MSCI EAFE Index Fd	1,006,668	885,993
Investments - Corporate Stock	Israel Chemicals Limited- ADR	240,179	170,448
Investments - Corporate Stock	Johnson & Johnson	378,869	455,781
Investments - Corporate Stock	Kaiser Aluminum Corporation	137,290	178,014
Investments - Corporate Stock	Keyence Corporation	51,752	72,368
Investments - Corporate Stock	Kraft Foods Inc Class A	368,077	409,839
Investments - Corporate Stock	Leucadia National Corporation	147,754	146,673
Investments - Corporate Stock	Mandom Corp	74,269	74,094
Investments - Corporate Stock	Mastercard Inc - Class A	218,890	260,974
Investments - Corporate Stock	Maxygen	1,422,548	139,894
Investments - Corporate Stock	McDonalds Corp	314,892	445,465
Investments - Corporate Stock	Medco Health Solutions, Inc	227,208	229,190
Investments - Corporate Stock	Mediaset S p A	230,962	103,246
Investments - Corporate Stock	Metro Holdings Limited	139,576	159,425
Investments - Corporate Stock	Molex, Inc Class A	108,454	130,746
Investments - Corporate Stock	Monsanto Company	211,507	224,224
Investments - Corporate Stock	Nagase & Company, Ltd	75,104	76,332
Investments - Corporate Stock	Navigator Group, Inc	60,516	63,128
Investments - Corporate Stock	Nestle S A Registered Shares	352,963	517,998
Investments - Corporate Stock	Nike Inc - CL B	190,302	260,199
Investments - Corporate Stock	Novartis AG Basel	429,709	546,705
Investments - Corporate Stock	Nuplex Industries Limited	83,830	61,810
Investments - Corporate Stock	Occidental Petroleum Corp	215,258	281,100
Investments - Corporate Stock	Olympic Steel Inc	82,904	63,430
Investments - Corporate Stock	Omnicom Group	201,201	196,152
Investments - Corporate Stock	OneBeacon Insurance Group Ltd	183,229	141,588
Investments - Corporate Stock	Oracle Corporation	154,429	137,741
Investments - Corporate Stock	Oriental Financial Group Inc	100,516	84,286
Investments - Corporate Stock	Pearson PLC	116,072	203,936
Investments - Corporate Stock	Pepsico, Inc	313,902	335,731
Investments - Corporate Stock	Philip Morris International	273,464	549,360
Investments - Corporate Stock	Procter & Gamble Co	394,973	418,939
Investments - Corporate Stock	Provident Financial plc	231,262	266,158
Investments - Corporate Stock	PubliGroupe SA	59,937	113,017
Investments - Corporate Stock	Qualcomm Inc	331,212	375,789

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Description	Security Name	Book Value	Market Value
Investments - Corporate Stock	Raymond James Financial, Inc	106,388	136,843
Investments - Corporate Stock	Resolute Energy Corp	124,384	122,796
Investments - Corporate Stock	Roche Holdings AG	469,631	561,822
Investments - Corporate Stock	Ryoyo Electro Corporation	79,910	105,569
Investments - Corporate Stock	Schibsted ASA	40,119	177,644
Investments - Corporate Stock	Schindler Holding AG	231,338	376,851
Investments - Corporate Stock	Schnitzer Steel Industries, In	48,380	65,534
Investments - Corporate Stock	Secom Co , Ltd	147,912	156,875
Investments - Corporate Stock	Shimano Inc	114,956	184,715
Investments - Corporate Stock	SL Green Realty Corp	50,965	141,277
Investments - Corporate Stock	Sol S p a	128,215	134,390
Investments - Corporate Stock	SPDR S&P 500 ETF Trust	478,493	548,310
Investments - Corporate Stock	Spirit Aerosystems Holdings	95,962	114,622
Investments - Corporate Stock	Stage Stores, Inc	97,680	87,090
Investments - Corporate Stock	StanCorp Financial Group, Inc	69,974	74,235
Investments - Corporate Stock	Stryker Corporation	379,945	363,877
Investments - Corporate Stock	Symetra Financial Corp	156,605	118,182
Investments - Corporate Stock	Takata Corporation	149,233	155,675
Investments - Corporate Stock	Tech Data Corporation	125,218	153,665
Investments - Corporate Stock	Teleperformance	325,454	245,252
Investments - Corporate Stock	The Marcus Corporation	122,042	93,566
Investments - Corporate Stock	The Men's Warehouse, Inc	95,422	141,632
Investments - Corporate Stock	The TJX Companies, Inc	204,974	292,412
Investments - Corporate Stock	Trinity Industries, Inc	112,658	174,649
Investments - Corporate Stock	Unilever NV - CVA	224,259	385,617
Investments - Corporate Stock	Unilever NV - NY Shares	117,086	120,295
Investments - Corporate Stock	United Fire & Casualty Company	64,135	44,598
Investments - Corporate Stock	United Overseas Bank	329,157	286,169
Investments - Corporate Stock	United Parcel Service Class B	262,985	275,926
Investments - Corporate Stock	Vail Resorts, Inc	131,013	149,954
Investments - Corporate Stock	Vanguard Dividend App Index Fd	1,997,334	2,236,988
Investments - Corporate Stock	Wal-Mart Stores, Inc	105,358	130,277
Investments - Corporate Stock	Zurich Financial Services AG	645,656	627,206
Investments - Corporate Stock Total		27,969,212	30,539,106
Investments - Corporate Bonds	3M Company 4 375% 08/15/13	424,619	425,191
Investments - Corporate Bonds	Alcoa Inc 6 15% Due 8/15/20	454,426	441,565
Investments - Corporate Bonds	Altria Group, 4 125% 09/11/15	375,227	379,959
Investments - Corporate Bonds	American Express 7% 03/19/2018	360,020	362,525
Investments - Corporate Bonds	Anheuser-Busch 4 125% 01/15/15	405,551	404,311
Investments - Corporate Bonds	BB&T Corp 3 95% 4/29/2016	428,519	429,744
Investments - Corporate Bonds	Boeing, 6 00% 3/15/2019	469,661	485,129
Investments - Corporate Bonds	Campbell Soup 4 25% 04/15/21	442,043	446,302
Investments - Corporate Bonds	Caterpillar Inc 5 7% 8/15/16	462,037	469,384
Investments - Corporate Bonds	Comcast Corp Notes, 5 300%	378,637	377,143
Investments - Corporate Bonds	CSX Corp Debt 6 250% 4/1/15	397,894	399,914
Investments - Corporate Bonds	CVS Caremark 6 6% 03/15/19	384,295	396,145
Investments - Corporate Bonds	Diageo Cap Plc 5 750% 10/23/17	373,464	410,702
Investments - Corporate Bonds	Dominion Res 8 875% 01/15/19	299,909	398,113

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Description	Security Name	Book Value	Market Value
Investments - Corporate Bonds	Dow Chemical Co 4 25% 11/15/20	444,421	467,748
Investments - Corporate Bonds	Duke Energy Ind 3 75% 07/15/20	459,073	483,192
Investments - Corporate Bonds	E I Du Pont, 6% 07/15/18	347,335	397,241
Investments - Corporate Bonds	Fedex Corp Nts, 8 0% 01/15/19	200,000	262,618
Investments - Corporate Bonds	GE Cap Corp, 5 9% 05/13/14	657,352	657,091
Investments - Corporate Bonds	General Dynamics 5 25% 2/01/14	412,480	436,451
Investments - Corporate Bonds	General Mills 5 7% 02/15/17	401,231	410,080
Investments - Corporate Bonds	Honeywell 5 0% Due 2/15/19	390,555	407,362
Investments - Corporate Bonds	IBM Corp, 6 5% Due 10/15/13	303,611	330,839
Investments - Corporate Bonds	J&J 5 15% Due 07/15/2018	283,281	301,844
Investments - Corporate Bonds	JPM Chase 3 7% 01/20/2015	441,968	440,642
Investments - Corporate Bonds	Kroger Co 6 15% 01/15/20	410,159	424,733
Investments - Corporate Bonds	Lubrizol Nts, 8 875% 2/1/19	358,337	377,861
Investments - Corporate Bonds	McDonald's Corp, 5 35% 3/1/18	418,570	418,214
Investments - Corporate Bonds	Oracle Corp 5 00% 07/08/2019	445,845	471,601
Investments - Corporate Bonds	Pepsico Inc , 5 15% 05/15/2012	407,073	406,750
Investments - Corporate Bonds	PNC Funding 5 125% 02/08/20	311,379	310,742
Investments - Corporate Bonds	Procter & Gamble 4 7% 02/15/19	779,008	826,105
Investments - Corporate Bonds	Prudential Financial Inc Notes	462,279	457,111
Investments - Corporate Bonds	Simon Propty Gp 10 35%, 4/1/19	272,416	274,540
Investments - Corporate Bonds	Southern Co 5 30% 01/15/2012	400,747	400,574
Investments - Corporate Bonds	Target Corp 3 875% 7/15/20	358,000	386,678
Investments - Corporate Bonds	TD Bank 2 375% 10/19/16	609,029	610,554
Investments - Corporate Bonds	United Tech Corp 6 125% 2/1/19	388,183	432,489
Investments - Corporate Bonds	UPS 5 125% Due 4/1/19	733,252	785,168
Investments - Corporate Bonds	Verizon Comm 6 35% 04/01/19	383,700	396,015
Investments - Corporate Bonds	Walgreen Co 5 25% 01/15/19	391,762	416,095
Investments - Corporate Bonds	Wal-Mart Stores 5 8% 2/15/18	706,437	735,501
Investments - Corporate Bonds	Walt Disney Co 6 375% 03/01/12	353,534	353,152
Investments - Corporate Bonds	Wells Fargo, 5 625% 12/11/17	445,294	455,811
Investments - Corporate Bonds	Yum! Brands 6 25% 3/15/18	403,818	410,138
Investments - Corporate Bonds Total		19,036,433	19,771,065
Investments - Other	American Cent Int'l Discovery	2,871,626	2,901,069
Investments - Other	American Century International	90,960	64,997
Investments - Other	DFA Emerging Markets Value	5,332,779	5,019,460
Investments - Other	Dodge & Cox Stock Fund	4,683,001	4,566,320
Investments - Other	Dreyfus Prem Strat GL Stock Fd	2,955,309	2,789,713
Investments - Other	Morgan Stanley Inst Int'l Fund	5,544,644	4,855,083
Investments - Other	T Rowe Price Insti Mid-Cap	3,468,907	4,960,236
Investments - Other	Acorn Overseas Limited (LP)	86,165	60,308
Investments - Other	Azentus Global Foreign Class B (LP)	5,000,000	4,674,593
Investments - Other	FLAG Venture Ptr VI (Offshore) (LP)	1,799,973	2,477,954
Investments - Other	Glilot Capital Partners I (LP)	27,490	37,500
Investments - Other	Indian Private Business Value (LP)	3,937,709	4,936,334
Investments - Other	Ivy Partners Fund I (Offshore) (LP)	0	154,540
Investments - Other	Newbury Eqty Ptrns II GF (LP)	1,029,218	1,272,814
Investments - Other	Prudent Capital MuniTrust LLC (LP)	577,009	585,000
Investments - Other	Royalty Opportunities FeederSA (LP)	910,000	913,571

The Morningstar Foundation (1189)
EIN 52-1270464
Balance Sheet
As of December 31, 2011

Description	Security Name	Book Value	Market Value
Investments - Other	Scout Capital Fund, Ltd (LP)	5,000,000	4,804,283
Investments - Other	Southern Cross LA Priv Eq IV (LP)	428,738	443,413
Investments - Other	The Varde Fund X (A) (Feeder) (LP)	4,207,881	4,090,511
Investments - Other	Rock Alpha Select Ptnrs Ser A (LP)	18,468,136	18,469,528
Investments - Other	Rockefeller Opp Credit Fnd LLC (LP)	3,405,096	3,639,314
Investments - Other	Rockefeller Recovery Fund, LLC (LP)	1,707,384	1,624,145
Investments - Other Total		71,532,025	73,340,687
Grand Total		122,458,750	127,571,704

THE MORNINGSTAR FOUNDATION
4550 Montgomery Avenue, Suite 650 North
Bethesda, MD 20814

Report of The Morningstar Foundation – 2011
Pursuant to Section 4945(h) of the Internal Revenue Code of 1986

The Morningstar Foundation (the "Foundation") received during 2011

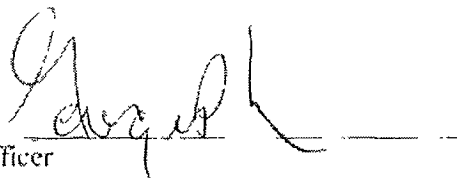
Contributions from the following sources:

03/17/11 Susan R. Gelman 1997 Charitable Lead Trust (cash)	\$ 236,031.95
03/08/11 Susan R. Gelman 1997 CLT (marketable securities)	\$ 7,368,633.05
03/17/11 SSR Charitable Lead Trust (2004) (cash)	\$ 106,716.58
03/08/11 SSR CLT (2004) (marketable securities)	\$ 2,110,480.00
06/21/11 Richard N. Goldman Administrative Trust (marketable Securities)	\$29,093,919.69
07/29/11 Richard N. Goldman Administrative Trust (cash)	\$ 24,838.00

The purpose of these payments was to increase the Foundation's capital endowment and to fund charitable projects.

Pursuant to IRC Section 4942(a), the Foundation has made 2011 charitable disbursements in the amount of \$5,358,447 to Public Charities, as detailed in the attached Schedule. No portion of the payments received was used for a different purpose. No portion of the payment received was used to influence legislation or the outcome of any public election, to make any grant which does not comply with Sections 4945(d)(3) or 4945 (d)(4) of the Internal Revenue Code of 1986 as amended, or to undertake any activity for any non-charitable purpose.

If any additional information is required regarding the Foundation's use of the above-referenced annuity payments, please contact the Secretary of the Foundation.



Officer

The Morningstar Foundation
Charitable Contributions
FYE 12/31/2011

Date	Payee	Amount
01/11/2011	Jewish Funders Network	7,500
01/11/2011	Kennedy Center	6,000
01/11/2011	Masorti Foundation	5,000
01/11/2011	University of Maryland College Park Fdn	4,400
01/20/2011	American Friends of Kol Haneshama	2,500
02/15/2011	Jewish Community Relations Council	5,000
02/17/2011	Jewish Federation Gr Washington	129,312
02/17/2011	Jewish Federation Gr. Washington	5,000
03/01/2011	Jewish Federations North America	5,000
03/01/2011	University of Maryland College Park Fdn	38,625
03/08/2011	Jewish Council Public Affairs	10,000
03/08/2011	Jewish Council Public Affairs	5,000
03/08/2011	Jewish Foundation for Group Homes	3,600
03/08/2011	Ma'ase	25,000
03/23/2011	PELIE	50,000
03/31/2011	Jewish Federations North America	10,000
03/31/2011	Moishe House	10,000
03/31/2011	Washington Ballet	10,000
04/05/2011	Birthright Israel	433,965
04/07/2011	Jewish Federations North America	25,000
04/14/2011	American Friends of Heschel Center	15,000
04/14/2011	ROI Community	10,000
04/14/2011	Slingshot	40,000
04/28/2011	Adas Israel Congregation	46,000
04/28/2011	American Israel Educational Fdn.	75,000
04/28/2011	Jewish Funds for Justice	25,000
04/28/2011	Merchavim	15,000
04/28/2011	United Jewish Endowment Fund	20,000
05/17/2011	Hillel. Fdn for Jewish Campus Life	50,000
05/24/2011	Jewish Federation Gr Washington	300,000
05/31/2011	Karev	40,000
06/09/2011	Jewish Federation Gr Washington	30,000
06/09/2011	U.S. Holocaust Memorial Museum	4,000
06/09/2011	U.S. Holocaust Memorial Museum	18,000
06/14/2011	Jewish Community Center Gr. Wash.	30,000
06/14/2011	Jewish Community Center No.Va.	30,000
06/14/2011	Jewish Community Relations Council	25,000
06/14/2011	Jewish Federations North America	50,000
06/14/2011	Jewish Social Service Agency	30,000
06/14/2011	Washington DC JCC	30,000
07/06/2011	Jewish Community Center Gr Wash	20,000
07/12/2011	University of Maryland College Park Fdn	(21,270)
07/19/2011	American Israeli Cooperative Enterprise	2,500
07/19/2011	An Article of Hope	5,000
07/19/2011	Chesapeake Bay Foundation	30,000
07/19/2011	Fair Chance	10,000
07/19/2011	Friends of Israel's Environment	25,000
07/19/2011	Green Environmental Fund	75,000
07/19/2011	Hebrew Home Greater Washington	10,000
07/19/2011	Jewish Community Center No Va.	20,000

The Morningstar Foundation
Charitable Contributions
FYE 12/31/2011

Date	Payee	Amount
07/19/2011	Jewish Historical Society	1,000
07/19/2011	National Partnership Women & Families	10,000
07/26/2011	The Israel Project	300,000
08/04/2011	Jewish Federation Gr. Washington	15,000
08/04/2011	Jewish Social Service Agency	20,000
08/04/2011	Maryland Hillel	36,000
08/04/2011	Midreshet	50,000
08/11/2011	Jewish Federation Gr. Washington	350,000
08/18/2011	Jewish Community Relations Council	20,000
08/18/2011	Washington Institutue for Near East Policy	75,000
09/06/2011	Jewish Federation Gr. Washington	85,218
09/06/2011	Rashi	57,750
09/08/2011	Adas Israel Congregation	10,000
09/22/2011	Yosemite Conservancy	10,000
10/06/2011	Foundation for Jewish Culture	41,640
10/06/2011	Hadassah	18,000
10/06/2011	Shai Lelsrael	115,500
10/25/2011	AJC San Francisco Bay Area Office	2,500
10/25/2011	Fair Chance	15,000
10/25/2011	Wesleyan University	200,000
11/01/2011	D.C Council BBYO	1,800
11/01/2011	Jewish Federation Gr. Washington	220,688
11/15/2011	George Washington University Hillel	500
11/17/2011	Jewish Women International	2,500
11/17/2011	Mary's Center	25,000
11/17/2011	MyJewishLearning.com	10,000
11/17/2011	National Women's Law Center	7,500
11/17/2011	Washington DC JCC	5,000
11/18/2011	Beacon House Community Ministry	5,000
11/18/2011	Brady Center to Prevent Gun Violence	15,000
11/18/2011	D.C. Arts and Humanities Education Collaborative	5,000
11/18/2011	DC Scores	10,000
11/18/2011	GLAAD	5,000
11/18/2011	GLSEN	5,000
11/18/2011	Jewish Coalition Against Domestic Abuse	5,000
11/18/2011	Jewish Foundation for Group Homes	15,000
11/18/2011	Sitar Arts Center	10,000
11/29/2011	American Jewish International Relations Institute	1,800
11/29/2011	Hai Bar Organization	4,402
11/29/2011	Kennedy Center	20,000
12/09/2011	ACLU Lesbian & Gay Rights Project	2,500
12/09/2011	ACLU National Capital Area	5,000
12/09/2011	American Friends of Reut	10,000
12/09/2011	American Jewish World Service	50,000
12/09/2011	American Supporters of Yedid	20,000
12/09/2011	American University Hillel	5,000
12/09/2011	Anacostia Watershed Society	10,000
12/09/2011	Anti-Defamation League	7,500
12/09/2011	Asian American LEAD	10,000
12/09/2011	AVODAH	15,000

The Morningstar Foundation
Charitable Contributions
FYE 12/31/2011

Date	Payee	Amount
12/09/2011	Bread for the City	25,000
12/09/2011	Capital Area Food Bank	10,000
12/09/2011	Capital Camps	20,000
12/09/2011	Center for Reproductive Rights	15,000
12/09/2011	DC & Maryland Hunger Solutions	15,000
12/09/2011	DC Central Kitchen	25,000
12/09/2011	Equality Maryland Foundation	2,500
12/09/2011	For Love of Children	5,000
12/09/2011	Friends of the National Zoo	300
12/09/2011	George Mason University Hillel	2,500
12/09/2011	George Washington University Hillel	5,000
12/09/2011	Georgetown Day School	5,000
12/09/2011	Green Environmental Fund	75,000
12/09/2011	Human Rights Campaign Foundation	5,000
12/09/2011	Human Rights Campaign Foundation	100,000
12/09/2011	Inner City - Inner Child	7,500
12/09/2011	Israel on Campus Coalition	50,000
12/09/2011	Israel Quest Grants	5,000
12/09/2011	Jewish Community Relations Council	15,000
12/09/2011	Jewish Council Public Affairs	10,000
12/09/2011	Jewish Funders Network	3,600
12/09/2011	Jewish Funders Network	10,000
12/09/2011	Keshet	30,000
12/09/2011	La Clinica del Pueblo	7,500
12/09/2011	LIFT	10,000
12/09/2011	Ma'ase	180,000
12/09/2011	Manna Food Center	10,000
12/09/2011	Martha's Table	10,000
12/09/2011	MAZON	20,000
12/09/2011	Merchavim	40,000
12/09/2011	Miriam's Kitchen	10,000
12/09/2011	Moishe House	10,000
12/09/2011	Moving Forward	12,500
12/09/2011	New Family Organization	5,000
12/09/2011	Phillips Collection	10,000
12/09/2011	Planned Parenthood Federation of America	10,000
12/09/2011	Planned Parenthood of Metro Washington	30,000
12/09/2011	Presentense Group	10,000
12/09/2011	Project Interchange	5,000
12/09/2011	Repair the World	40,000
12/09/2011	Shakespeare Theatre	5,000
12/09/2011	Share Our Strength	10,000
12/09/2011	Sharsheret	2,500
12/09/2011	Shatil [New Israel Fund]	50,000
12/09/2011	So Others Might Eat	10,000
12/09/2011	Stern Grove Festival Association	5,000
12/09/2011	Student Conservation Association	10,000
12/09/2011	Washington DC JCC	20,000
12/09/2011	Washington Regional Assn. Grantmakers	25,000
12/09/2011	Woman to Woman	20,000

The Morningstar Foundation
 Charitable Contributions
 FYE 12/31/2011

Date	Payee	Amount
12/13/2011	JTA	7,500
12/13/2011	Nesiya Institute	75,000
12/14/2011	American Friends of Society Protection Nature in Israel	10,000
12/14/2011	Sixth & I Historic Synagogue	20,000
12/20/2011	Crafting Africa's Future	5,000
12/20/2011	Hazon	35,000
12/20/2011	Jewish Federation Gr. Washington	7,000
12/20/2011	Jewish Social Service Agency	100,000
12/20/2011	Karev	55,055
12/21/2011	Alpha Epsilon Pi Foundation	1,000
12/21/2011	American Friends of the Israel Museum	10,000
12/21/2011	Bard College	5,000
12/21/2011	Jewish Council for the Aging	10,000
12/21/2011	Rashi	57,750
12/22/2011	Brandeis University	15,000
12/23/2011	Jewish Federation Gr Washington	129,312
12/27/2011	Yisrael Hofshit	5,000
	Total	<u>5,358,447</u>

The Morningstar Foundation
Charitable Contributions
FYE 12/31/2011

Date	Payee	Amount
01/11/2011	Jewish Funders Network	7,500
01/11/2011	Kennedy Center	6,000
01/11/2011	Masorti Foundation	5,000
01/11/2011	University of Maryland College Park Fdn	4,400
01/20/2011	American Friends of Kol Haneshama	2,500
02/15/2011	Jewish Community Relations Council	5,000
02/17/2011	Jewish Federation Gr Washington	129,312
02/17/2011	Jewish Federation Gr Washington	5,000
03/01/2011	Jewish Federations North America	5,000
03/01/2011	University of Maryland College Park Fdn	38,625
03/08/2011	Jewish Council Public Affairs	10,000
03/08/2011	Jewish Council Public Affairs	5,000
03/08/2011	Jewish Foundation for Group Homes	3,600
03/08/2011	Ma'ase	25,000
03/23/2011	PELIE	50,000
03/31/2011	Jewish Federations North America	10,000
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05/17/2011	Hillel Fdn for Jewish Campus Life	50,000
05/24/2011	Jewish Federation Gr Washington	300,000
05/31/2011	Karev	40,000
06/09/2011	Jewish Federation Gr Washington	30,000
06/09/2011	U S Holocaust Memorial Museum	4,000
06/09/2011	U S Holocaust Memorial Museum	18,000
06/14/2011	Jewish Community Center Gr Wash	30,000
06/14/2011	Jewish Community Center No Va	30,000
06/14/2011	Jewish Community Relations Council	25,000
06/14/2011	Jewish Federations North America	50,000
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FYE 12/31/2011

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07/26/2011	The Israel Project	300,000
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12/09/2011	AVODAH	15,000

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FYE 12/31/2011

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The Morningstar Foundation
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FYE 12/31/2011

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12/21/2011	Jewish Council for the Aging	10,000
12/21/2011	Rashi	57,750
12/22/2011	Brandeis University	15,000
12/23/2011	Jewish Federation Gr Washington	129,312
12/27/2011	Yisrael Hofshit	5,000
	Total	<u>5,358,447</u>

Allocation of Increase in Basis for Property Acquired From a Decedent

COPY
OMB No. 1545-2203
2010

Department of the Treasury
Internal Revenue Service

File separately. Do NOT file with Form 1040. See below for filing address.
To be filed for decedents dying after December 31, 2009, and before January 1, 2011.

If this is an amended Form 8939, check here If filing this Form 8939 revokes a timely and otherwise valid section 1022 election, check here

Part 1 - Decedent and Executor	1a Decedent's first (given) name and middle initial (and maiden name, if any) RICHARD N.	1b Decedent's last (family) name GOLDMAN	2 Decedent's Social Security No. 5 4 5 2 0 5 1 2 7
	3 County, state, and ZIP code, or foreign country, of legal residence (domicile) at time of death SAN FRANCISCO COUNTY CALIFORNIA, 94087	4 <input type="checkbox"/> Check if decedent was a nonresident and was not a citizen of the U.S. See instructions. If checked, enter nationality (citizenship)	5 Date of death 11/29/2010
	6a Name of executor (see instructions) DONALD H SEILER, TRUSTEE SEE STATEMENT 1	6b Executor's address (number and street including apartment or suite number; city, town, or post office, state; and ZIP code) and phone number C/O SEILER LLP THREE LAGOON DRIVE, SUITE 400 REDWOOD CITY, CA 94065 Phone no. (650) 365-4646	
	6c Executor's social security number (see instructions) 5 5 2 3 2 7 0 2 7		

7 Marital status of the decedent at time of death:
 Married
 Widow or widower— Name, SSN, and date of death of deceased spouse ▶ _____
 Single
 Legally separated
 Divorced— Date divorce decree became final ▶ _____

8a Surviving spouse's name	8b Spouse's social security number
9 Individuals (other than the surviving spouse), trusts, estates, or other entities who acquired property from the estate (see instructions).	
Name of individual, trust, estate, or other entity	Taxpayer identification number
SEE STATEMENT 1	

10 Built-in loss (see instructions) . SEE STATEMENT 2	10	15,378,564
11 Capital loss carryforward (see instructions)	11	15,902,266
12 Net operating loss carryforward (see instructions)	12	
12a Add lines 10, 11, and 12 (see instructions)	12a	31,280,830
12b Enter \$1,300,000 or \$60,000 (see instructions)	12b	1,300,000
12c General Basis Increase. Add the amounts on line 12a and line 12b (see instructions)	12c	32,580,830
13 Enter the total amount of General Basis Increase allocated on all Schedules A line 4B, column (e)(i) (see instructions) SEE STATEMENT 2	13	32,580,830
14 Enter the total amount of Spousal Property Basis Increase allocated on all Schedules A line 4B, column (e)(ii) (see instructions)	14	

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. I (executor) understand that if any other person files a Form 8939 or Form 706 (or Form 706-NA) with respect to this decedent or estate, that my name and address will be shared with such person, and I (executor) also hereby request the IRS share with me the name and address of any person who files a Form 8939 or Form 706 (or Form 706-NA) with respect to this decedent or estate. Declaration of preparer other than the executor is based on all information of which preparer has any knowledge.

Sign Here	Signature of executor	COPY	Date
	Signature of executor		Date

Paid Preparer Use Only	Print/Type preparer's name WILLIAM B MOLKENBUHR	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN P00287512
	Firm's name ▶ SEILER LLP			Firm's EIN ▶	94-1624276
	Firm's address ▶ THREE LAGOON DRIVE, SUITE 400, REDWOOD CITY, CA 94063			Phone no	(605) 365-4646

Send Form 8939 (including accompanying schedules and statements) to: Internal Revenue Service, Estate & Gift Stop 824G, 201 W. Rivercenter Blvd., Covington, KY 41011

ESTATE OF RICHARD N. GOLDMAN
SOCIAL SECURITY NUMBER: 545-20-5127
DATE OF DEATH: 11/29/2010

**FORM 8939 - ALLOCATION OF INCREASE IN BASIS FOR PROPERTY
ACQUIRED FROM A DECEDENT**

Form 8939, Line 10, Built-in loss

Marketable Securities (Statement 3)	14,342,265
Partnerships (Statement 4)	285,443
Liquidating Trusts (Statement 5)	750,856
Total Built-in loss	<u>15,378,564</u>

General Basis Increase allocated on all Schedules A

	24,300,032
	960,698
	558,756
	3,573,624
The Morningstar Foundation	766,582 ←
	1,986,995
	144,815
	142,023
	147,305
	None
	None
	None
Total Allocated General Basis Increase	<u>32,580,830</u>

ESTATE OF RICHARD N. GOLDMAN
 SOCIAL SECURITY NUMBER: 545-20-5127
 DATE OF DEATH: 11/29/2010

FORM 8939, SCHEDULE A, DISCLOSURE OF PROPERTY ACQUIRED FROM THE DECEDENT
 RECIPIENT: THE MORNINGSTAR FOUNDATION; NUMBER 5 OF 12
 ADDRESS: C/O GELMAN, ROSENBERG & FREEDMAN
 4550 MONTGOMERY AVENUE, SUITE 650N
 BETHESDA, MD 20814

Part II, Line 3 Property Information	Part II, Line 4 Property Information
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	<u>Adjusted Basis At Death</u>	<u>FMV At Death</u>	<u>Amount of gain that would be ordinary Income</u>	<u>Adjusted Basis At Death</u>	<u>FMV At Death</u>	<u>Unrealized Gain</u>	<u>Allocation of General Basis Increase</u>	<u>Allocation of Spousal Basis Increase</u>	<u>Amount of gain that would be ordinary Income</u>
Marketable Securities (Statement 2)	2,341,895	2,238,930	None	20,156,380	24,761,196	4,604,816	766,582	None	None
Totals	2,341,895	2,238,930	None	20,156,380	24,761,196	4,604,816	766,582	None	None



Additional Data

Software ID:

Software Version:

EIN: 52-1270464

Name: Morningstar Foundation (1189)

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
S/T-STMT ATTACHED	P		
L/T-STMT ATTACHED	P		
LITIGATION SETTLEMENTS	P		
JPMORGAN-LTCG DIVS	P		
48,442 84 SHS MORGAN STANLEY INSTITUTIONAL FD	P		2011-03-18
BASIS ADJ PER IRC SEC 1022	P		
DFA EMERGING MKT VALUE FD LTCG DIVS	P		
S/T FROM P'SHIPS	P		
L/T FROM P'SHIPS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
24,281,274		23,215,051	1,066,223
38,837,461		31,135,902	7,701,559
3,766			3,766
83,189			83,189
657,369		690,795	-33,426
		766,582	-766,582
72,948			72,948
78,636			78,636
528,321			528,321

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,066,223
			7,701,559
			3,766
			83,189
			-33,426
			-766,582
			72,948
			78,636
			528,321