Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2012

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2012 or fiscal plan year beginning 06/01/2012 and ending 05/31/2013

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [ ] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
PAUL HASTINGS LLP DEFINED CONTRIBUTION RETIREMENT PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/1966

2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan)

PAUL HASTINGS LLP

515 SOUTH FLOWER STREET, 25TH FLOOR
LOS ANGELES, CA 90071-2228

2b Employer Identification Number (EIN)
95-2209675

2c Sponsor's telephone number
213-683-6000

2d Business code (see instructions)
541110

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	03/13/2014	SUSAN CLARKE
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)

Preparer's telephone number (optional)

3a Plan administrator's name and address [X] Same as Plan Sponsor Name [ ] Same as Plan Sponsor Address	**3b** Administrator's EIN	
	3c Administrator's telephone number	
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:	**4b** EIN	
a Sponsor's name	**4c** PN	
5 Total number of participants at the beginning of the plan year	**5**	2680
6 Number of participants as of the end of the plan year (welfare plans complete only lines **6a, 6b, 6c,** and **6d**).		
a Active participants	**6a**	1496
b Retired or separated participants receiving benefits	**6b**	0
c Other retired or separated participants entitled to future benefits	**6c**	1066
d Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	2562
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	2
f Total. Add lines **6d** and **6e**	**6f**	2564
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	2447
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2A 2E 2F 2G 2J 2R 2T 3B 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:
4B

9a Plan funding arrangement (check all that apply)

(1)	[X]	Insurance
(2)	[ ]	Code section 412(e)(3) insurance contracts
(3)	[X]	Trust
(4)	[ ]	General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)	[X]	Insurance
(2)	[ ]	Code section 412(e)(3) insurance contracts
(3)	[X]	Trust
(4)	[ ]	General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

(1)	[X]	**R** (Retirement Plan Information)
(2)	[ ]	**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
(3)	[ ]	**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

(1)	[X]		**H** (Financial Information)
(2)	[ ]		**I** (Financial Information – Small Plan)
(3)	[X]	1	**A** (Insurance Information)
(4)	[X]		**C** (Service Provider Information)
(5)	[X]		**D** (DFE/Participating Plan Information)
(6)	[ ]		**G** (Financial Transaction Schedules)

SCHEDULE A (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Insurance Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).

OMB No. 1210-0110

2012

This Form is Open to Public Inspection

For calendar plan year 2012 or fiscal plan year beginning 06/01/2012 and ending 05/31/2013

A Name of plan
PAUL HASTINGS LLP DEFINED CONTRIBUTION RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
PAUL HASTINGS LLP

D Employer Identification Number (EIN)
95-2209675

Part I **Information Concerning Insurance Contract Coverage, Fees, and Commissions** Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.

1 Coverage Information:

(a) Name of insurance carrier

AMERICAN MAYFLOWER LIFE INSURANCE COMPANY OF NEW YORK

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
54-0596414	63401	M225957	0	03/20/2012	03/20/2013

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in line 3 the agents, brokers, and other persons in descending order of the amount paid.

(a) Total amount of commissions paid	(b) Total amount of fees paid
66	0

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

CBIZ SPECIAL RISK INC. SERV. INC.
5353 MISSION CENTER ROAD, SUITE 310
SAN DIEGO, CA 92108

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
33	0	N/A	3

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

KENNETH W. PETERSEN
4001 MACARTHUR BLVD., SUITE 300
NEWPORT BEACH, CA 92660

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
33	0	N/A	3

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4	Current value of plan's interest under this contract in the general account at year end	**4**	
5	Current value of plan's interest under this contract in separate accounts at year end	**5**	

6 Contracts With Allocated Funds:

a State the basis of premium rates ▶

b	Premiums paid to carrier	**6b**	
c	Premiums due but unpaid at the end of the year	**6c**	
d	If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount.	**6d**	

Specify nature of costs ▶

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity

(3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan check here ▶ ☐

7 Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee

(3) ☐ guaranteed investment (4) ☐ other ▶

b	Balance at the end of the previous year			**7b**	
c	Additions: (1) Contributions deposited during the year	**7c(1)**			
	(2) Dividends and credits	**7c(2)**			
	(3) Interest credited during the year	**7c(3)**			
	(4) Transferred from separate account	**7c(4)**			
	(5) Other (specify below)	**7c(5)**			
	▶				
	(6) Total additions			**7c(6)**	
d	Total of balance and additions (add lines **7b** and **7c(6)**).			**7d**	
e	Deductions:				
	(1) Disbursed from fund to pay benefits or purchase annuities during year	**7e(1)**			
	(2) Administration charge made by carrier	**7e(2)**			
	(3) Transferred to separate account	**7e(3)**			
	(4) Other (specify below)	**7e(4)**			
	▶				
	(5) Total deductions			**7e(5)**	
f	Balance at the end of the current year (subtract line **7e(5)** from line **7d**)			**7f**	

Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organizations(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

a ☐ Health (other than dental or vision)	**b** ☐ Dental	**c** ☐ Vision	**d** ☒ Life insurance
e ☐ Temporary disability (accident and sickness)	**f** ☐ Long-term disability	**g** ☐ Supplemental unemployment	**h** ☐ Prescription drug
i ☐ Stop loss (large deductible)	**j** ☐ HMO contract	**k** ☐ PPO contract	**l** ☐ Indemnity contract

m ☐ Other (specify) ▶

9 Experience-rated contracts:				
a Premiums: (1) Amount received	**9a(1)**			
(2) Increase (decrease) in amount due but unpaid	**9a(2)**			
(3) Increase (decrease) in unearned premium reserve	**9a(3)**			
(4) Earned (**(1)** + **(2)** - **(3)**)			**9a(4)**	
b Benefit charges (1) Claims paid	**9b(1)**			
(2) Increase (decrease) in claim reserves	**9b(2)**			
(3) Incurred claims (add **(1)** and **(2)**)			**9b(3)**	
(4) Claims charged			**9b(4)**	
c Remainder of premium: (1) Retention charges (on an accrual basis) --				
(A) Commissions	**9c(1)(A)**			
(B) Administrative service or other fees	**9c(1)(B)**			
(C) Other specific acquisition costs	**9c(1)(C)**			
(D) Other expenses	**9c(1)(D)**			
(E) Taxes	**9c(1)(E)**			
(F) Charges for risks or other contingencies	**9c(1)(F)**			
(G) Other retention charges	**9c(1)(G)**			
(H) Total retention			**9c(1)(H)**	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.)			**9c(2)**	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement			**9d(1)**	
(2) Claim reserves			**9d(2)**	
(3) Other reserves			**9d(3)**	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line **9c(2)**.)			**9e**	
10 Nonexperience-rated contracts:				
a Total premiums or subscription charges paid to carrier			**10a**	0
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount.			**10b**	

Specify nature of costs ▶

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☐ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2012** **This Form is Open to Public Inspection.**

For calendar plan year 2012 or fiscal plan year beginning 06/01/2012 and ending 05/31/2013

A Name of plan
PAUL HASTINGS LLP DEFINED CONTRIBUTION RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
PAUL HASTINGS LLP

D Employer Identification Number (EIN)
95-2209675

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . ☐ Yes ☒ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

CITY NATIONAL BANK

95-1780067

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 19 21 25 37 38 59 62 63 64 65 68 71	TTEE & RECORDKEEPER	226868	Yes [X] No [ ]	Yes [ ] No [X]	192005	Yes [X] No [ ]

(a) Enter name and EIN or address (see instructions)

UBS SERVICES, INC.

13-2638166

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27 33 70	CONSULTANT & BROKER	290985	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

NATIONAL FINANCIAL SERVICES LLC

04-3523567

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
19 26 33 59 61 62 63 71	ADVISORY & BROKER	103887	Yes [X] No [ ]	Yes [ ] No [X]	412	Yes [X] No [ ]

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

NEUBERGER BERMAN, LLC

13-5521910

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
26 51	INVESTMENT ADVISOR	19823	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

CHELSEA MANAGEMENT COMPANY

95-2680112

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
26 51	INVESTMENT ADVISOR	13862	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

THE NORTHSTAR GROUP

13-3345168

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
26 51	INVESTMENT ADVISOR	11344	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

STONNINGTON GROUP, LLC

20-0572663

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
26 51	INVESTMENT ADVISOR	8883	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

H. BECK, INC.

52-1321340

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
26 33 51	INV ADVISOR & BROKER	7193	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

MANNING & NAPIER ADVISORY ADV CORP

16-0995736

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
26 51	INVESTMENT ADVISOR	5935	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

PALO CAPITAL

56-4703472

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
26 51	INVESTMENT ADVISOR	5272	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes [ ] No [ ]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes [ ] No [ ]	Yes [ ] No [ ]		Yes [ ] No [ ]

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
CITY NATIONAL BANK	62	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
CITY NATIONAL BANK 95-1780067	INTEREST ON EXCESS BALANCES (I.E. FLOAT) HELD AT FED RESERVE BANKS ESTIMATED TO BE FED FUNDS TARGET RATE (0% TO 0.25%) LESS THE COST OF FDIC INSURANCE PREMIUMS.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
NATIONAL FINANCIAL SERVICES LLC	62	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
NATIONAL FINANCIAL SERVICES LLC 04-3523567	MAY EARN INTEREST (FLOAT) FROM THE USE OF PENDING AMOUNTS SUCH AS ITEMS PENDING SETTLEMENT. FLOAT EARNINGS WILL BE REALIZED AT RATES APPROX THE FEDERAL FUNDS TARGET RATES.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
US BANK	62	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
US BANK 41-0255900	US BANK MAY RETAIN INCOME ON THE "FLOAT" AS COMP FOR CUSTODY SERVICES. THE FLOAT RATE IS GENERALLY NO MORE THAN THE FEDERAL FUNDS TARGET RATES OF INTEREST.

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
UNION BANK	62	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
UNION BANK 94-0304228	UB RETAINS FLOAT FOR SERVICES IN CONNECTION WITH PLAN DISTRIBUTIONS. VALUE OF FLOAT ESTIMATED TO BE SLIGHTLY LESS THAN THE FED FUND RATE MINUS COST OF FDIC INSURANCE.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
CITY NATIONAL BANK	68	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
BROKERS USED BY CITY NATIONAL BANK 95-1780067	SOFT DOLLARS GENERATED FROM EQUITY TRANSACTIONS RANGES FROM $0.015-$0.028 PER SHARE AS AN EQUITY COMMISSION GENERATED ON ACCOUNTS TO ASSIST MGR IN INV-DECISION PROCESS.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

For calendar plan year 2012 or fiscal plan year beginning 06/01/2012 and ending 05/31/2013

A Name of plan
PAUL HASTINGS LLP DEFINED CONTRIBUTION RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
PAUL HASTINGS LLP

D Employer Identification Number (EIN)
95-2209675

Part I Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)

(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: PRUDENTIAL STABLE VALUE FUND

b Name of sponsor of entity listed in (a): PRUDENTIAL TRUST COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
23-6991310-126	C	64673239

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

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b Name of plan sponsor	**c** EIN-PN

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b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2012

This Form is Open to Public Inspection

For calendar plan year 2012 or fiscal plan year beginning 06/01/2012 and ending 05/31/2013

A Name of plan
PAUL HASTINGS LLP DEFINED CONTRIBUTION RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
PAUL HASTINGS LLP

D Employer Identification Number (EIN)
95-2209675

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	195356	378521
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	13161899	13243213
(2) Participant contributions	1b(2)	243608	234774
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	10942877	8733740
(2) U.S. Government securities	1c(2)	1857054	1700272
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	2121598	1819466
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	806588	691309
(B) Common	1c(4)(B)	12307592	16553686
(5) Partnership/joint venture interests	1c(5)	5468517	4536542
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	218429	628821
(8) Participant loans	1c(8)	4670852	4552719
(9) Value of interest in common/collective trusts	1c(9)	63914314	64673239
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	269412530	329871530
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)	0	0
(15) Other	1c(15)	1112376	484042

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	386433590	448101874
Liabilities			
g Benefit claims payable	1g	0	0
h Operating payables	1h	0	0
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	0	0
k Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	386433590	448101874

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	25281019	
(B) Participants	2a(1)(B)	11168411	
(C) Others (including rollovers)	2a(1)(C)	4983055	
(2) Noncash contributions	2a(2)	0	
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		41432485
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	6828	
(B) U.S. Government securities	2b(1)(B)	38089	
(C) Corporate debt instruments	2b(1)(C)	75996	
(D) Loans (other than to participants)	2b(1)(D)	5842	
(E) Participant loans	2b(1)(E)	231463	
(F) Other	2b(1)(F)	15348	
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		373566
(2) Dividends: **(A)** Preferred stock	2b(2)(A)	37210	
(B) Common stock	2b(2)(B)	319533	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	11401512	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		11758255
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	53053519	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	53029320	
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		24199
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	2675508	
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		2675508

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		2174745
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		44883101
c Other income	2c		861572
d Total income. Add all **income** amounts in column (b) and enter total	2d		104183431
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	42084679	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		42084679
f Corrective distributions (see instructions)	2f		50999
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		0
i Administrative expenses: **(1)** Professional fees	2i(1)	210974	
(2) Contract administrator fees	2i(2)	0	
(3) Investment advisory and management fees	2i(3)	158431	
(4) Other	2i(4)	10064	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		379469
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		42515147
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		61668284
l Transfers of assets:			
(1) To this plan	2l(1)		0
(2) From this plan	2l(2)		0

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [ ] Unqualified **(2)** [ ] Qualified **(3)** [X] Disclaimer **(4)** [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [X] Yes [ ] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: MEIR & MEIR **(2)** EIN: 95-4359536

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. **(2)** [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		15000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If "Yes," enter the amount of any plan assets that reverted to the employer this year ☐ **Yes** ☒ **No** **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

Part V Trust Information (optional)

6a Name of trust	**6b** Trust's EIN

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

For calendar plan year 2012 or fiscal plan year beginning 06/01/2012 and ending 05/31/2013

A Name of plan
PAUL HASTINGS LLP DEFINED CONTRIBUTION RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
PAUL HASTINGS LLP

D Employer Identification Number (EIN)
95-2209675

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 162994

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 95-1780067

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year. **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 a Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a	The current year	**14a**	
b	The plan year immediately preceding the current plan year	**14b**	
c	The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a	The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b	The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a	Enter the number of employers who withdrew during the preceding plan year	**16a**	
b	If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):



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Paul Hastings LLP
Defined Contribution Retirement Plan

Financial Statements
and Supplemental Schedules

As of May 31, 2013 and 2012 and
For the Year Ended May 31, 2013

Paul Hastings LLP
Defined Contribution Retirement Plan

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Schedule I – Form 5500 – Schedule H – Line 4i –
Schedule of Assets (Held at End of Year)
As of May 31, 2013 20

Note: Schedules other than that listed above have been omitted because the information is otherwise disclosed, not applicable or not required by 29 CFR 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, as amended.

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Independent Auditors' Report

To the Investment/Retirement Committee
Paul Hastings LLP
Defined Contribution Retirement Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Paul Hastings LLP Defined Contribution Retirement Plan ("Plan"), which comprise the statements of net assets available for benefits as of May 31, 2013 and 2012, and the related statement of changes in net assets available for benefits for the year ended May 31, 2013 as listed in the accompanying index, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting our audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 11 which was certified by City National Bank, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of and for the years ended May 31, 2013 and 2012, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient, appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter- Supplemental Schedule

We were engaged for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule of Schedule H, line 4i–Schedule of Assets (Held at End of Year), which is the responsibility of plan management, is presented for the purpose of additional analysis and is not a required part of the financial statements but is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, it is inappropriate to and we do not express an opinion on the supplemental schedule referred to above.

Report on Form and Content in Compliance With DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Other Matter- Basis of Accounting

As discussed in Note 2, these financial statements and supplemental schedule were prepared on a modified cash basis of accounting, which is a comprehensive basis of accounting other than generally accepted accounting principles.

Meir and Meir, LLP

Beverly Hills, California
March 4, 2014

Paul Hastings LLP
Defined Contribution Retirement Plan

Statements of Net Assets Available for Benefits (Modified Cash Basis)

As of May 31,	**2013**	2012
Assets		
Cash	**$ 378,521**	$ 195,356
Investments, at fair value	**432,904,465**	373,900,425
Employer's contributions receivable	**13,243,213**	13,161,899
Participants' contributions receivable	**234,774**	243,608
Notes receivable from participants	**4,552,719**	4,675,353
Net assets reflecting investments at fair value	**451,313,692**	392,176,641
Adjustment from fair value to contract value for fully benefit responsive investment contracts	**(3,810,766)**	(5,611,557)
Net assets available for benefits	**$ 447,502,926**	$ 386,565,084

See accompanying notes to financial statements.

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Paul Hastings LLP
Defined Contribution Retirement Plan

Statement of Changes in Net Assets Available for Benefits (Modified Cash Basis)

Year ended May 31,		2013
Additions		
Additions to net assets attributed to:		
Investment income:		
Interest	$	2,316,846
Dividends		11,758,254
Partnership distributions		250,975
Fee rebates		420,228
Other income		185,871
Total investment income		14,932,174
Interest income on notes receivable from participants		231,463
Contributions:		
Participants		11,168,411
Employer		25,281,019
Rollovers		4,983,055
Total contributions		41,432,485
Total additions		56,596,122
Deductions		
Deductions from net assets attributed to:		
Benefits paid to participants		42,135,678
Administrative and other expenses		379,469
Total deductions		42,515,147
Net appreciation in fair value of investments		46,856,867
Net increase		60,937,842
Net assets available for benefits:		
Beginning of year		386,565,084
End of year	$	447,502,926

See accompanying notes to financial statements.

Paul Hastings LLP
Defined Contribution Retirement Plan

Notes to Financial Statements

1. Description of Plan

The following description of Paul Hastings LLP Defined Contribution Retirement Plan ("Plan"), provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering substantially all full-time employees and partners of Paul Hastings LLP ("Company"). It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions

The maximum annual employee contribution to the Plan is $17,500 for the calendar year 2013, under the Internal Revenue code Section 402(g), subject to the limitations in the statutory anti-discrimination test contained in Code Section 401(k), statutory limitations with regard to annual deferrals and catch up deferrals, and any other limitations in the Plan or established by the Plan Administrator. Employees who are at least 50 years old on December 31, 2013 are able to make an additional contribution of $5,500.

Employees are eligible for an employer contribution if they have at least two years of service and are employed at the plan year-end. The employer contributes 8% of each eligible participant's salary plus 5.7% of the amount of the participant's salary, if any, which exceeds the Social security wage base of $113,700 for the plan year ended May 31, 2013. Contributions to the Plan for partners are specified by the Company and are withheld from the partners' compensation.

All non-attorney employees who have been participants for at least 5 years and all attorney-employees who are otherwise eligible for the Plan are required to make automatic contributions. Automatic Contributions begin on the first day of the month following completion of 5 years of participation for eligible non-attorneys or following commencement of employment for eligible attorney-employees. The automatic contributions rate for non-attorneys is 5% of compensation; the automatic contributions rate for attorneys is 8% of compensation.

1. Description of Plan (Continued)

Participant Accounts

Each participant's account is credited with the participant's contribution and allocations of (a) the Company's contribution and, (b) Plan earnings, and charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are immediately vested in their contributions, Company's contributions, plus actual earnings thereon.

Notes Receivable from Participants

Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their account balance. The loans are secured by the balance in the participant's account and bear interest at rates ranging from 5.25% to 10%, which are commensurate with local prevailing rates as determined quarterly by the Plan administrator. Principal and interest are paid ratably through monthly payroll deductions.

Payment of Benefits

On termination of service due to death, disability or retirement, a participant may elect to receive either a lump-sum amount equal to the value of the participant's vested interest in his or her account, or to delay the distribution till the age of 65. In such case, at the age of 65 there would be an automatic distribution. Hardship withdrawals are also available. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution.

Plan Administration

The Plan is administered by the Company. The Plan administrator controls and manages the operation and administration of the Plan. City National Bank is the trustee and the recordkeeper of the Plan.

1. Plan Description (Continued)

Eligibility

All U.S. employees or partners are eligible to participate in the Plan upon becoming employees or partners of the Company.

Investments Options

Upon enrollment in the Plan, a participant may direct the investment of the Plan accounts in any of twelve pool funds provided by the Company, or in a self-directed fund through the self-directed option. The twelve pool funds and the self-directed fund are as follows:

Stable Value Fund (Prudential Capital Preservation Fund) – Seeks high current income while seeking to maintain a consistent price per share.

Bond Fund (American Funds Bond Fund of America) – Seeks to provide as high a level of current income as is consistent with preservation of capital.

High Yield Bond Fund (WM High Yield Bond A) – Seeks to achieve a higher return by investing in the bonds of lesser known companies.

Income Fund (Oppenheimer Capital Income Fund A) – Seeks to provide high current income and capital appreciation in up markets and preserve capital in down markets by investing in dividend paying stocks, bonds, preferred stocks and convertible securities.

Stock Fund (John Hancock Classic Value Fund) – Seeks to provide current income and the opportunity for growth of principal consistent with sound common stock investing.

S&P 500 Index Fund (Scudder Institutional Equity 500 Index Fund) – Seeks to achieve the return of the Standard and Poor's 500 Large companies index by investing in those same companies.

Growth Fund (Columbia Funds Columbia Marsico 21st Century Fund A) – Seeks long term growth of capital and future income rather than current income.

Europacific Fund (American Funds- Europacific Growth Fund) – Seeks to provide long term growth of capital by investing in companies based outside of the U.S.

1. Plan Description (Continued)

Small Cap Value Fund (Franklin Balance Sheet Investment Fund) – Seeks high total return of which capital appreciation and income are components by investing in equities of companies with intrinsic values not being represented in their market place.

Small Cap Growth Fund (Columbia Acorn Fund Z) – Seeks growth of capital by investing in small but growing companies.

Emerging Markets Fund (Oppenheimer Developing Markets Fund A) – Seeks long term capital appreciation investing in equity securities located in countries with emerging securities markets believed to have growth potential.

Real Estate Fund (AIM REIT Fund A) – Seeks to achieve maximum long-term return, with capital appreciation as a secondary objective by principally investing in real estate-related investments.

Self-Directed Fund – Funds are invested in investments directed by participants, including stocks, bonds, life insurance, and other financial assets.

2. Summary of Significant Accounting Policies

Date of Management's Review

Subsequent events were evaluated through March 4, 2014, which is the date the financial statements were available to be issued.

Estimates

The preparation of financial statements in conformity with the modified cash basis of accounting requires the plan administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

Basis of Accounting

These financial statements are prepared on the modified cash basis of accounting except for the investments which are adjusted to fair value (see Note 3), the accrual of Plan contributions, and accrued interest on notes receivable from participants; consequently, certain revenue is recognized when received rather than when earned, and expenditures are recognized when paid rather than when the obligation is incurred. Accordingly, the financial statements are not intended to present

2. Summary of Significant Accounting Policies (Continued)

financial position and results of operations in conformity with generally accepted accounting principles.

Investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. The Statement of Net Assets Available for Benefits presents the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balances plus any accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based on the terms of the Plan document.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 3 for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the plan's gains and losses on investments bought and sold as well as held during the year.

Payment of Benefits

Benefits are recorded when paid.

2. Summary of Significant Accounting Policies (Continued)

Operating Expenses

Certain expenses of maintaining the Plan are paid by the Company (see Note 6).

Net Appreciation (Depreciation) in Fair Value of Investments

Net appreciation (depreciation) in fair value of investments is based on the fair value of the assets at the beginning of the Plan year, or at the time of purchase during the Plan year, and the related fair value on the day investment are sold with respect to realized appreciation (depreciation), or on the last day of the year with respect to unrealized appreciation (depreciation).

Realized and unrealized appreciation (depreciation) is recorded in the accompanying statement of changes in net assets available for benefits as net appreciation (depreciation) in fair value of investments.

Recent Accounting Pronouncements

In May 2011, the FASB issued ASU No. 2011-04, Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs, which requires additional disclosures about fair value measurements categorized within Level 3 of the fair value hierarchy. The additional disclosures include quantitative information about the significant unobservable inputs used in Level 3 fair value measurements, the valuation processes used by the Plan, and the Plan's policy for determining when transfers into or out of Level 3 are deemed to have occurred. This update is effective for reporting periods beginning after December 15, 2011. Early adoption is generally prohibited.

The adoption of this guidance had no impact on the statements of net assets available for benefits and statement of changes in net assets available for benefits.

3. Fair Value Measurement

The Plan's investments are reported at fair value in the accompanying statement of net assets available for benefits. The methods used to measure fair value may produce an amount that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain

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3. Fair Value Measurement (Continued)

financial instruments could result in a different fair value measurement at the reporting date.

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, Level 2 inputs consist of observable inputs other than quoted prices for identical assets, and Level 3 inputs are unobservable and have the lowest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. Level 3 inputs were only used when Level 1 or Level 2 inputs were not available.

Level 1 Fair Value Measurements

Cash equivalents primarily consist of money market funds that are priced at par, based on publicly traded prices. Mutual Funds are valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are registered with the Securities and Exchange Commission. These funds are required to publish their daily Net Assets Value ("NAV") and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

The fair values of publicly traded preferred stocks, publicly traded common stocks and publicly traded partnerships are based on the closing price reported on the active market where the individual securities are traded.

Level 2 Fair Value Measurements

The fair value of savings and certificates of deposit is based on par value as well as the closing bid price for comparable asset classes.

The fair values of U.S. government securities, corporate obligations, foreign bonds, and miscellaneous notes are based on the bid price of similar instruments in the market, as determined by the asset class.

The fair value of the guaranteed investment contract is based on the market values of the underlying assets within the Prudential Core Conservative Bond Fund. Money markets are valued at par value

3. Fair Value Measurement (Continued)

while bonds, notes and mortgage backed securities are valued by an independent agent.

Assets that are held in brokerage accounts are valued based on the statements provided by the broker to the Plan.

Level 3 Fair Value Measurements

Closely held common or preferred stocks are valued based on a statement provided by the Company or a third party evaluation.

Notes, mortgages and contracts are valued at par value, as these assets are not traded on active markets.

The fair value of Partnerships is based on the capital account balance as provided by the partnership to the Plan.

The Plan administrator determines the fair value measurement policies and procedures, subject to oversight by the Company's employee benefit committee. Those policies and procedures are reassessed at least annually to determine if the current techniques are still appropriate. At that time, the unobservable inputs used in the fair value measurements are evaluated and adjusted, as necessary, based on the current market conditions and other third-party information.

Quantitative Information about Level 3 Fair Value Measurements

May 31, 2013	Valuation Techniques	Unobservable Input	Range	Wieghted Average
Partnerships	Capital Acct. Balance	Capital Acct. Balance	N/A	N/A
Closely Held Common Stocks	Price of most recent sale	Price of most recent sale	N/A	N/A
Closely Held Preferred Stocks	Price of most recent sale	Price of most recent sale	N/A	N/A

May 31, 2012	Valuation Techniques	Unobservable Input	Range	Wieghted Average
Partnerships	Capital Acct. Balance	Capital Acct. Balance	N/A	N/A
Closely Held Common Stocks	Price of most recent sale	Price of most recent sale	N/A	N/A
Closely Held Preferred Stocks	Price of most recent sale	Price of most recent sale	N/A	N/A
Notes Mortgages and Contracts	Par Value	Par Value	N/A	N/A

3. Fair Value Measurement (Continued) The following tables set forth, by level within the fair value hierarchy, the Plan's investments at fair value as of May 31, 2013 and 2012:

		Fair Value Measurements Using:		
As of May 31, 2013	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Brokerage accounts	$ 239,065	-	239,065	-
Cash equivalents	8,733,740	8,733,740	-	-
Common stocks				
Closely held companies	175,000	-	-	175,000
Consumer discretionary	2,158,699	2,158,699	-	-
Consumer staples	1,387,651	1,387,651	-	-
Debt instruments	597	-	-	597
Energy	1,236,126	1,236,126	-	-
Financial	4,331,324	3,922,924	-	408,400
Healthcare	1,602,226	1,602,226	-	-
Industrial	1,329,059	1,329,059	-	-
Materials	479,920	479,920	-	-
Technology	2,985,816	2,940,810	-	45,006
Telecommunications	450,118	450,118	-	-
Utilities	393,476	393,476	-	-
Total common stocks	16,530,012	15,901,009	-	629,003
Corporate obligations	1,819,466	-	1,819,466	-
Guaranteed investment contract	68,484,005	-	68,484,005	-
Mutual funds				
Alternative	757,530	757,530	-	-
Balanced	19,611,088	19,611,088	-	-
Closed end equity	149,279	149,279	-	-
Closed end international equity	257,081	257,081	-	-
Commodities	1,283,251	1,283,251	-	-
International stock	62,146,002	62,146,002	-	-
Open end	1,416,611	1,416,611	-	-
Taxable bond	61,308,493	61,308,493	-	-
U.S. stock	182,942,195	182,942,195	-	-
Total mutual funds	329,871,530	329,871,530	-	-
Notes, mortgages, and contracts	628,821	-	-	628,821
Partnerships	3,961,268	139,887	-	3,821,381
Preferred stocks	691,309	641,309	-	50,000
Foreign bonds	244,977	-	244,977	-
U.S. government securities	1,700,272	-	1,700,272	-
Total investments at fair value	$ 432,904,465	$ 355,287,475	$ 72,487,785	$ 5,129,205

Paul Hastings LLP
Defined Contribution Retirement Plan

3. Fair Value Measurement (Continued)

As of May 31, 2012	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Fair Value Measurements Using: Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Brokerage accounts	$ 205,029	-	205,029	-
Cash equivalents	10,836,480	10,836,480	-	-
Common stocks				
Closely held companies	183,750	-	-	183,750
Consumer discretionary	1,543,511	1,543,511	-	-
Consumer staples	1,259,047	1,259,047	-	-
Debt instruments	10,000	-	-	10,000
Energy	1,109,333	1,109,333	-	-
Financial	2,005,129	1,998,779	-	6,350
Healthcare	1,196,715	1,196,715	-	-
Industrial	983,054	983,054	-	-
Materials	584,791	584,791	-	-
Technology	2,708,894	2,663,884	-	45,010
Telecommunications	429,008	429,008	-	-
Utilities	316,759	316,759	-	-
Total common stocks	12,329,991	12,084,881	-	245,110
Corporate obligations	2,121,598	27,600	2,093,998	-
Guaranteed investment contract	69,525,869	-	69,525,869	-
Miscellaneous notes	882,762	-	882,762	
Mutual funds				
Alternative	753,338	753,338	-	-
Balanced	14,848,559	14,848,559	-	-
Closed end equity	192,932	192,932	-	-
Closed end international equity	211,853	211,853	-	-
Commodities	1,542,698	1,542,698	-	-
International stock	51,897,150	51,897,150	-	-
Open end	871,393	871,393	-	-
Taxable bond	54,789,823	54,789,823	-	-
U.S. stock	144,304,785	144,304,785	-	-
Total mutual funds	269,412,531	269,412,531	-	-
Notes, mortgages, and contracts	218,429	-	-	218,429
Partnerships	5,597,695	53,105	-	5,544,590
Preferred stocks	806,589	756,589	-	50,000
Savings & certificates of deposits	106,398	-	106,398	-
U.S. government securities	1,857,054	-	1,857,054	-
Total investments at fair value	$ 373,900,425	$ 293,171,186	$ 74,671,110	$ 6,058,129

3. Fair Value Measurement (Continued)

The following tables reconcile the beginning and ending balances of the level 3 fair value measurements for the years ended May 31, 2013 and 2012:

As of May 31, 2013	Common Stocks	Corporate Obligations	Notes, Mortgages, and Contracts	Partnerships	Preferred Stocks	Total
Beginning balance	**245,110**	-	**218,429**	**5,544,590**	**50,000**	**6,058,129**
Total gains or losses (realized and unrealized) included in changes in net assets available for benefits	**(16,107)**	-	-	**(335,849)**	-	**(351,956)**
Purchases	**400,000**	-	**435,000**	**537,488**	-	**1,372,488**
Sales	-	-	**(24,608)**	**(1,924,848)**	-	**(1,949,456)**
Ending balance	**629,003**	-	**628,821**	**3,821,381**	**50,000**	**5,129,205**
Total gains or losses for the year included in changes in net assets available for benefits attributable to the change in unrealized gains or losses relating to investments still held at the reporting date	**(16,107)**	-	-	**(303,144)**	-	**(319,251)**

As of May 31, 2012						
Beginning balance	1,106,765	595,760	199,892	4,918,525	25,000	6,845,942
Total gains or losses (realized and unrealized) included in changes in net assets available for benefits	117,561	64,088	-	261,036	-	442,685
Purchases, sales, issuances, and settlements (net)	30,000	-	50,000	365,029	50,000	495,029
Sales	(1,009,216)	(659,848)	(31,463)	-	(25,000)	(1,725,527)
Ending balance	245,110	-	218,429	5,544,590	50,000	6,058,129

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3. Fair Value Measurement (Continued)

Gains and losses (realized and unrealized) included in changes in net assets available for benefits for the year ended May 31, 2013 are reported in net appreciation in fair value of investments.

The Plan's policy is to recognize transfers into and out of Level 3 at the end of the reporting period. For the year ended May 31, 2013, there were no significant transfers into or out of Level 3.

4. Investments

The following presents investments that represent 5% or more of the Plan's net assets:

As of May 31,	**2013**	2012
American Europacific Growth Fund	$ **34,193,880**	$ 28,415,882
DWS Equity 500 Index Fund	**28,194,953**	22,099,718
Guaranteed Investment Contract	**64,673,239**	63,914,314
Pioneer Fundamental Growth Fund	**43,379,672**	35,327,433
Pimoco Total Return Fund	**34,720,297**	32,538,252
Putman Equity Income Fund	**38,212,635**	27,570,753

**Represents less than five percent of the Plan's net assets for the period indicated*

During the year ended May 31, 2013, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by $46,856,867 as follows:

Cash equivalents	$ **(3,240)**
Common stocks	**2,156,597**
Corporate obligations	**20,476**
Mutual funds	**44,883,101**
Other assets	**21,728**
Partnerships	**(253,196)**
Preferred stocks	**64,917**
U.S. government securities	**(33,516)**
Total appreciation in value	$ **46,856,867**

5. Investment Contract with Insurance Company

In February 2005, the Plan invested in a guaranteed investment contract with Prudential Retirement Insurance and Annuity Company ("Prudential"), which maintains the contributions in the Plan's designated trust account. The assets of this account are invested in the Prudential Core Conservative Fund (Formerly the Prudential Enhanced Bonds Fund) ("Fund"), that is a part of the Prudential Trust Company Collective Trust.

5. Investment Contract with Insurance Company (Continued)

The fund invests primarily in corporate bonds, commercial mortgage-backed securities, U.S government mortgage backed securities, U.S government treasury and agency obligations and money market funds. The account is credited with earnings on the underlying investments and charged for plan withdrawals and administrative expenses. The contract is fully benefit responsive and is included in the financial statements at contract value as reported to the Plan by Prudential. Contract value represents contributions made under the contract, plus earnings, less withdrawals, and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. The fair value of the investment contract was $68,484,005 and $69,525,870 at May 31, 2013 and 2012 respectively. The crediting rate is based on an agreed-upon formula with the issuer, but cannot be less than 0.00%. Such rates are reset on a quarterly basis.

The existence of certain conditions can limit the Plan's ability to transact at contract value with Prudential. Examples of such conditions include, but are not limited to, partial or complete legal termination of the Plan, tax disqualification of the Plan and a change of the investment manager by the Plan without the prior approval of Prudential. The plan administrator does not believe that the occurrence of any such event which would limit the Plan's ability to transact at contract value with plan participants is probable.

The guaranteed investment contract does not permit the insurance company to terminate the agreement prior to the scheduled maturity date.

May 31,	**2013**	2012
Average Yields:		
Based on actual earnings	**1.97%**	1.64%
Based on interest rate credited to participants	**2.99%**	3.47%

6. Related Party Transactions

Certain Plan investments are shares of mutual funds managed by City National Bank who is the trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. Fees paid by the Plan for the investment management services amounted to $226,868 for the year ended May 31, 2013.

6. Related Party Transactions (Continued)

The Company provides certain accounting and administrative services to the Plan for which no fees are charged. These expenses constitute exempt party-in interest transactions under ERISA.

7. Plan Termination

Although the Company has not expressed any intent to terminate the Plan, it may do so at any time subject to the provisions of ERISA. In the event of such termination, participants will receive a distribution equal to the value of their individual accounts.

8. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to Schedule H of Form 5500 as of May 31, 2013 and 2012:

As of May 31,	**2013**	2012
Net assets available for benefits per the financial statements	**$ 447,502,926**	$ 386,565,084
Adjustments: Assets values updated after year end	**598,948**	(126,993)
Accrued interest: Notes receivable from participants	-	(9,125)
Accrued interest: Deemed loans	-	4,624
Net assets available for benefits per Form 5500	**$ 448,101,874**	$ 386,433,590

The following is a reconciliation of increase in net assets per the financial statements to increase in net assets per Form 5500.

Year ended May 31,		**2013**
Increase in net assets per the financial statements	**$**	**60,937,842**
Adjustments: Assets values updated after year-end: May 31, 2012		**126,993**
Adjustments: Assets values updated after year-end: May 31, 2013		**598,948**
Accrued interest: Notes receivable from participants as of May 31, 2012		**4,501**
Increase in net assets available for benefits per the Form 5500	**$**	**61,668,284**

The fair values of certain investments were updated after the year end. The Form 5500 was prepared based on the values that were available at year-end, while the financial statements were prepared based on the updated values.

Certain balances included on Schedule H Part I and II on the Annual Return/Report of Employee Benefits Plan (Form 5500) have been reclassified for purposes of presentation in the financial statements.

9. Tax Status

The Internal Revenue Service ("IRS") has determined and informed the Company by a letter dated August 28, 2012, that the Plan and related trust are designed in accordance with applicable sections of the

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Internal Revenue Code ("IRC"). The Plan administrator and the Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

10. Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

The Plan is required to disclose significant concentrations of credit risk regardless of the degree of such risk. At May 31, 2013 and 2012, the financial instruments, which potentially subject the Plan to a concentration of credit risk, consisted principally of cash, investments and notes receivable from participants.

11. Trustee Certification

The investment balance and related investment information included in the financial statements, accompanying notes and supplemental schedules are derived from statements which have been certified by City National Bank as complete and accurate in accordance with 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

12. Plan Amendments

Effective June 1, 2012, the Plan was amended and restated to streamline the Plan's provisions governing lateral partner group members' eligibility, with respect to Partners only, to impose the calendar year Code Section 402(g) limit on a Plan Year basis as well, to tighten loan requirements, to make changes required by the Internal Revenue Service as a condition of the favorable determination letter issued to the Plan on August 28, 2012, and to make other minor changes.

Paul Hastings LLP
Defined Contribution Retirement Plan

Form 5500 – Schedule H – Line 4i – Schedule of Assets (Held at End of Year) as of May 31, 2013

EIN: 95-2209675
Plan number: 001

Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment, including Maturity Date, Rate of Interest, Par or Maturity Value	Current Value

See attached Schedule of Assets Held for Investment Purposes as provided by the trustee.

* Represents a party-in-interest

Paul, Hastings, Janofsky & Walker, LLP
Defined Contribution Retirement Plan

EIN: 95-2209675 PN: 001

ATTACHMENT TO 2012 FORM 5500

SCHEDULE H PART IV, LINE 4(i) - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	CASH EQUIVALENTS				
*	CNI CHARTER PRIME MNY MK	373,164.20	CNI CHARTER PRIME MNY MK INST FUND	^	373,164.20
*	CNI CHARTER PRIME MNY MK	706,023.99	CNI CHARTER PRIME MNY MK INST FUND	^	706,023.99
*	CNI CHARTER PRIME MNY MK	99,257.75	CNI CHARTER PRIME MNY MK INST FUND	^	99,257.75
*	CNI CHARTER PRIME MNY MK	13,600.02	CNI CHARTER PRIME MNY MK INST FUND	^	13,600.02
*	CNI CHARTER PRIME MNY MK	9,073.83	CNI CHARTER PRIME MNY MK INST FUND	^	9,073.83
*	CNI CHARTER PRIME MNY MK	2,311.56	CNI CHARTER PRIME MNY MK INST FUND	^	2,311.56
*	CNI CHARTER PRIME MNY MK	19,910.82	CNI CHARTER PRIME MNY MK INST FUND	^	19,910.82
*	CNI CHARTER PRIME MNY MK	31,911.10	CNI CHARTER PRIME MNY MK INST FUND	^	31,911.10
*	CNI CHARTER PRIME MNY MK	1,911.50	CNI CHARTER PRIME MNY MK INST FUND	^	1,911.50
*	CNI CHARTER PRIME MNY MK	8,462.07	CNI CHARTER PRIME MNY MK INST FUND	^	8,462.07
*	CNI CHARTER PRIME MNY MK	59,086.95	CNI CHARTER PRIME MNY MK INST FUND	^	59,086.95
*	CNI CHARTER PRIME MNY MK	150,110.58	CNI CHARTER PRIME MNY MK INST FUND	^	150,110.58
*	CNI CHARTER PRIME MNY MK	4,018.33	CNI CHARTER PRIME MNY MK INST FUND	^	4,018.33
*	CNI CHARTER PRIME MNY MK	20,259.21	CNI CHARTER PRIME MNY MK INST FUND	^	20,259.21
*	CNI CHARTER PRIME MNY MK	332.21	CNI CHARTER PRIME MNY MK INST FUND	^	332.21
*	CNI CHARTER PRIME MNY MK	5,015.14	CNI CHARTER PRIME MNY MK INST FUND	^	5,015.14
*	CNI CHARTER PRIME MNY MK	10,671.08	CNI CHARTER PRIME MNY MK INST FUND	^	10,671.08
*	CNI CHARTER PRIME MNY MK	29,164.68	CNI CHARTER PRIME MNY MK INST FUND	^	29,164.68
*	CNI CHARTER PRIME MNY MK	120,384.82	CNI CHARTER PRIME MNY MK INST FUND	^	120,384.82
*	CNI CHARTER PRIME MNY MK	169,257.05	CNI CHARTER PRIME MNY MK INST FUND	^	169,257.05
*	CNI CHARTER PRIME MNY MK	2,853.81	CNI CHARTER PRIME MNY MK INST FUND	^	2,853.81
*	CNI CHARTER PRIME MNY MK	97,486.62	CNI CHARTER PRIME MNY MK INST FUND	^	97,486.62
*	CNI CHARTER PRIME MNY MK	27,567.33	CNI CHARTER PRIME MNY MK INST FUND	^	27,567.33
*	CNI CHARTER PRIME MNY MK	23,498.97	CNI CHARTER PRIME MNY MK INST FUND	^	23,498.97
*	CNI CHARTER PRIME MNY MK	108,070.66	CNI CHARTER PRIME MNY MK INST FUND	^	108,070.66
*	CNI CHARTER PRIME MNY MK	21,942.85	CNI CHARTER PRIME MNY MK INST FUND	^	21,942.85
*	CNI CHARTER PRIME MNY MK	11,563.79	CNI CHARTER PRIME MNY MK INST FUND	^	11,563.79
*	CNI CHARTER PRIME MNY MK	330.49	CNI CHARTER PRIME MNY MK INST FUND	^	330.49
*	CNI CHARTER PRIME MNY MK	249,228.57	CNI CHARTER PRIME MNY MK INST FUND	^	249,228.57
*	CNI CHARTER PRIME MNY MK	50,199.77	CNI CHARTER PRIME MNY MK INST FUND	^	50,199.77
*	CNI CHARTER PRIME MNY MK	99,011.08	CNI CHARTER PRIME MNY MK INST FUND	^	99,011.08
*	CNI CHARTER PRIME MNY MK	26,438.98	CNI CHARTER PRIME MNY MK INST FUND	^	26,438.98
*	CNI CHARTER PRIME MNY MK	75,436.91	CNI CHARTER PRIME MNY MK INST FUND	^	75,436.91
*	CNI CHARTER PRIME MNY MK	168.06	CNI CHARTER PRIME MNY MK INST FUND	^	168.06
*	CNI CHARTER PRIME MNY MK	348,780.39	CNI CHARTER PRIME MNY MK INST FUND	^	348,780.39
*	CNI CHARTER PRIME MNY MK	158,448.52	CNI CHARTER PRIME MNY MK INST FUND	^	158,448.52
*	CNI CHARTER PRIME MNY MK	69,322.05	CNI CHARTER PRIME MNY MK INST FUND	^	69,322.05
*	CNI CHARTER PRIME MNY MK	3,540.88	CNI CHARTER PRIME MNY MK INST FUND	^	3,540.88
*	CNI CHARTER PRIME MNY MK	23,040.39	CNI CHARTER PRIME MNY MK INST FUND	^	23,040.39
*	CNI CHARTER PRIME MNY MK	10,012.31	CNI CHARTER PRIME MNY MK INST FUND	^	10,012.31
*	CNI CHARTER PRIME MNY MK	18,609.19	CNI CHARTER PRIME MNY MK INST FUND	^	18,609.19
*	CNI CHARTER PRIME MNY MK	90,673.99	CNI CHARTER PRIME MNY MK INST FUND	^	90,673.99
*	CNI CHARTER PRIME MNY MK	1,789.74	CNI CHARTER PRIME MNY MK INST FUND	^	1,789.74
*	CNI CHARTER PRIME MNY MK	18,424.76	CNI CHARTER PRIME MNY MK INST FUND	^	18,424.76
*	CNI CHARTER PRIME MNY MK	169,455.38	CNI CHARTER PRIME MNY MK INST FUND	^	169,455.38
*	CNI CHARTER PRIME MNY MK	42,182.87	CNI CHARTER PRIME MNY MK INST FUND	^	42,182.87
*	CNI CHARTER PRIME MNY MK	37,841.73	CNI CHARTER PRIME MNY MK INST FUND	^	37,841.73
*	CNI CHARTER PRIME MNY MK	6,513.42	CNI CHARTER PRIME MNY MK INST FUND	^	6,513.42
*	CNI CHARTER PRIME MNY MK	41,370.62	CNI CHARTER PRIME MNY MK INST FUND	^	41,370.62

Paul, Hastings, Janofsky & Walker, LLP
Defined Contribution Retirement Plan

EIN: 95-2209675 PN: 001

ATTACHMENT TO 2012 FORM 5500

SCHEDULE H PART IV, LINE 4(i) - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
*	CNI CHARTER PRIME MNY MKT	197.99	CNI CHARTER PRIME MNY MKT SERV #2631	^	197.99
*	CNI CHARTER PRIME MNY MKT	2,090.95	CNI CHARTER PRIME MNY MKT SERV #2631	^	2,090.95
*	CNI CHARTER PRIME MNY MKT	0.06	CNI CHARTER PRIME MNY MKT SERV #2631	^	0.06
*	CNI CHARTER PRIME MNY MKT	9,193.56	CNI CHARTER PRIME MNY MKT SERV #2631	^	9,193.56
*	CNI CHARTER PRIME MNY MKT	109,606.14	CNI CHARTER PRIME MNY MKT SERV #2631	^	109,606.14
*	CNI CHARTER PRIME MNY MKT	19,958.01	CNI CHARTER PRIME MNY MKT SERV #2631	^	19,958.01
*	CNI CHARTER PRIME MNY MKT	268.56	CNI CHARTER PRIME MNY MKT SERV #2631	^	268.56
*	CNI CHARTER PRIME MNY MKT	6.81	CNI CHARTER PRIME MNY MKT SERV #2631	^	6.81
*	CNI CHARTER PRIME MNY MKT	4,065.70	CNI CHARTER PRIME MNY MKT SERV #2631	^	4,065.70
*	CNI CHARTER PRIME MNY MKT	14,503.07	CNI CHARTER PRIME MNY MKT SERV #2631	^	14,503.07
*	CNI CHARTER PRIME MNY MKT	53,213.88	CNI CHARTER PRIME MNY MKT SERV #2631	^	53,213.88
*	CNI CHARTER PRIME MNY MKT	58.47	CNI CHARTER PRIME MNY MKT SERV #2631	^	58.47
*	CNI CHARTER PRIME MNY MKT	1,296.11	CNI CHARTER PRIME MNY MKT SERV #2631	^	1,296.11
*	CNI CHARTER PRIME MNY MKT	16,413.09	CNI CHARTER PRIME MNY MKT SERV #2631	^	16,413.09
*	CNI CHARTER PRIME MNY MKT	27,117.85	CNI CHARTER PRIME MNY MKT SERV #2631	^	27,117.85
*	CNI CHARTER PRIME MNY MKT	1,172,378.73	CNI CHARTER PRIME MNY MKT SERV #2631	^	1,172,378.73
*	CNI CHARTER PRIME MNY MKT	61,899.85	CNI CHARTER PRIME MNY MKT SERV #2631	^	61,899.85
*	CNI CHARTER PRIME MNY MKT	912.82	CNI CHARTER PRIME MNY MKT SERV #2631	^	912.82
*	CNI CHARTER PRIME MNY MKT	21,228.76	CNI CHARTER PRIME MNY MKT SERV #2631	^	21,228.76
*	CNI CHARTER PRIME MNY MKT	0.03	CNI CHARTER PRIME MNY MKT SERV #2631	^	0.03
*	CNI CHARTER PRIME MNY MKT	53,186.13	CNI CHARTER PRIME MNY MKT SERV #2631	^	53,186.13
*	CNI CHARTER PRIME MNY MKT	266,021.76	CNI CHARTER PRIME MNY MKT SERV #2631	^	266,021.76
*	CNI CHARTER PRIME MNY MKT	3,738.45	CNI CHARTER PRIME MNY MKT SERV #2631	^	3,738.45
*	CNI CHARTER PRIME MNY MKT	1,125.55	CNI CHARTER PRIME MNY MKT SERV #2631	^	1,125.55
*	CNI CHARTER PRIME MNY MKT	2,269.04	CNI CHARTER PRIME MNY MKT SERV #2631	^	2,269.04
*	CNI CHARTER PRIME MNY MKT	65,520.86	CNI CHARTER PRIME MNY MKT SERV #2631	^	65,520.86
*	CNI CHARTER PRIME MNY MKT	221,842.72	CNI CHARTER PRIME MNY MKT SERV #2631	^	221,842.72
*	CNI CHARTER PRIME MNY MKT	4,016.84	CNI CHARTER PRIME MNY MKT SERV #2631	^	4,016.84
*	CNI CHARTER PRIME MNY MKT	33,018.18	CNI CHARTER PRIME MNY MKT SERV #2631	^	33,018.18
*	CNI CHARTER PRIME MNY MKT	252,545.40	CNI CHARTER PRIME MNY MKT SERV #2631	^	252,545.40
*	CNI CHARTER PRIME MNY MKT	196,813.24	CNI CHARTER PRIME MNY MKT SERV #2631	^	196,813.24
*	CNI CHARTER PRIME MNY MKT	7,785.37	CNI CHARTER PRIME MNY MKT SERV #2631	^	7,785.37
*	CNI CHARTER PRIME MNY MKT	3,914.61	CNI CHARTER PRIME MNY MKT SERV #2631	^	3,914.61
*	CNI CHARTER PRIME MNY MKT	205,878.82	CNI CHARTER PRIME MNY MKT SERV #2631	^	205,878.82
*	CNI CHARTER PRIME MNY MKT	71,979.55	CNI CHARTER PRIME MNY MKT SERV #2631	^	71,979.55
*	CNI CHARTER PRIME MNY MKT	397,587.38	CNI CHARTER PRIME MNY MKT SERV #2631	^	397,587.38
*	CNI CHARTER PRIME MNY MKT	179,665.68	CNI CHARTER PRIME MNY MKT SERV #2631	^	179,665.68
*	CNI CHARTER PRIME MNY MKT	1,493.79	CNI CHARTER PRIME MNY MKT SERV #2631	^	1,493.79
*	CNI CHARTER PRIME MNY MKT	904.57	CNI CHARTER PRIME MNY MKT SERV #2631	^	904.57
*	CNI CHARTER PRIME MNY MKT	237,756.95	CNI CHARTER PRIME MNY MKT SERV #2631	^	237,756.95
*	CNI CHARTER PRIME MNY MKT	71,857.07	CNI CHARTER PRIME MNY MKT SERV #2631	^	71,857.07
*	CNI CHARTER PRIME MNY MKT	3,526.05	CNI CHARTER PRIME MNY MKT SERV #2631	^	3,526.05
*	CNI CHARTER PRIME MNY MKT	4,457.80	CNI CHARTER PRIME MNY MKT SERV #2631	^	4,457.80
*	CNI CHARTER PRIME MNY MKT	88,288.77	CNI CHARTER PRIME MNY MKT SERV #2631	^	88,288.77
*	CNI CHARTER PRIME MNY MKT	7,478.13	CNI CHARTER PRIME MNY MKT SERV #2631	^	7,478.13
*	CNI CHARTER PRIME MNY MKT	19,558.40	CNI CHARTER PRIME MNY MKT SERV #2631	^	19,558.40
*	CNI CHARTER PRIME MNY MKT	184,464.79	CNI CHARTER PRIME MNY MKT SERV #2631	^	184,464.79
*	CNI CHARTER PRIME MNY MKT	26,970.74	CNI CHARTER PRIME MNY MKT SERV #2631	^	26,970.74
*	CNI CHARTER PRIME MNY MKT	305,856.95	CNI CHARTER PRIME MNY MKT SERV #2631	^	305,856.95
*	CNI CHARTER PRIME MNY MKT	111,923.55	CNI CHARTER PRIME MNY MKT SERV #2631	^	111,923.55
*	CNI CHARTER PRIME MNY MKT	6,037.32	CNI CHARTER PRIME MNY MKT SERV #2631	^	6,037.32

Paul, Hastings, Janofsky & Walker, LLP
Defined Contribution Retirement Plan

EIN: 95-2209675 PN: 001

ATTACHMENT TO 2012 FORM 5500

SCHEDULE H PART IV, LINE 4(i) - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
*	CNI CHARTER PRIME MNY MKT	131,667.39	CNI CHARTER PRIME MNY MKT SERV #2631	^	131,667.39
*	CNI CHARTER PRIME MNY MKT	273,009.91	CNI CHARTER PRIME MNY MKT SERV #2631	^	273,009.91
*	CNI CHARTER PRIME MNY MKT	56,638.44	CNI CHARTER PRIME MNY MKT SERV #2631	^	56,638.44
*	CNI CHARTER PRIME MNY MKT	20,509.67	CNI CHARTER PRIME MNY MKT SERV #2631	^	20,509.67
	FIDELITY CASH RESVS -055	4,932.33	FIDELITY CASH RESVS -055	^	4,932.33
	FIDELITY CASH RESVS -055	9,057.53	FIDELITY CASH RESVS -055	^	9,057.53
	FIDELITY CASH RESVS -055	4,338.93	FIDELITY CASH RESVS -055	^	4,338.93
	FIDELITY CASH RESVS -055	4,706.30	FIDELITY CASH RESVS -055	^	4,706.30
	FIDELITY CASH RESVS -055	3,930.00	FIDELITY CASH RESVS -055	^	3,930.00
	FIDELITY CASH RESVS -055	5,323.82	FIDELITY CASH RESVS -055	^	5,323.82
		8,733,740.24	**TOTAL CASH EQUIVALENTS**		**8,733,740.24**
	GOVERNMENT & AGENCIES				
	FHLB 5.000% 12/09/1	70,000.00	FHLB 5.000% 12/09/16	^	80,296.30
	FHLMC 6.250% 7/15/32	6,000.00	FHLMC 6.250% 7/15/32	^	8,470.02
	FHLMC DEB 0.00	80,000.00	FHLMC DEB 0.000% 2/01/14	^	79,606.40
	FNMA 5.000% 3/02/15	35,000.00	FNMA 5.000% 3/02/15	^	37,838.50
	FNMA 5.375% 6/12/17	18,000.00	FNMA 5.375% 6/12/17	^	21,186.72
	FNMA 5.450% 10/18/21	165,000.00	FNMA 5.450% 10/18/21	^	189,550.35
	FNMA CMO 2013-26 KA 2.50	184,664.72	FNMA CMO 2013-26 KA 2.500% 4/25/43	^	168,755.85
	FNMA MTN 4.625% 10/15/	100,000.00	FNMA MTN 4.625% 10/15/14	^	105,923.00
	TSY INFL IX N/B 0.50	26,850.50	TSY INFL IX N/B 0.500% 4/15/15	^	27,614.13
	TSY INFL IX N/B 1.37	64,761.60	TSY INFL IX N/B 1.375% 7/15/18	^	72,705.26
	TSY INFL IX N/B 1.62	73,137.00	TSY INFL IX N/B 1.625% 1/15/15	^	76,273.85
	TSY INFL IX N/B 2.00	26,971.87	TSY INFL IX N/B 2.000% 1/15/16	^	29,201.36
	TSY INFL IX N/B 2.37	107,336.88	TSY INFL IX N/B 2.375% 1/15/17	^	120,813.03
	TSY INFL IX N/B 2.37	36,933.12	TSY INFL IX N/B 2.375% 1/15/17	^	41,570.07
	TSY INFL IX N/B 2.62	33,690.60	TSY INFL IX N/B 2.625% 7/15/17	^	38,994.17
	TVA STRIPPED INT 0.00	95,000.00	TVA STRIPPED INT 0.000% 5/01/16	^	92,034.10
	US TREAS STRIPS INT 0.00	150,000.00	US TREAS STRIPS INT 0.000% 5/15/15	^	149,028.00
	US TREAS STRIPS PRIN 0.00	65,000.00	US TREAS STRIPS PRIN 0.000% 2/15/15	^	64,671.10
	US TREASURY BILLS	221,000.00	US TREASURY BILLS 10/03/13	^	220,962.43
	US TREASURY BONDS 2.00	8,000.00	US TREASURY BONDS 2.000% 4/30/16	^	8,343.12
	US TREASURY BONDS 3.12	10,000.00	US TREASURY BONDS 3.125% 10/31/16	^	10,840.60
	US TREASURY BONDS 8.87	39,000.00	US TREASURY BONDS 8.875% 2/15/19	^	55,593.33
		1,616,346.29	**TOTAL GOVERNMENT & AGENCIES**		**1,700,271.69**
	CORPORATE OBLIGATIONS				
	AIRGAS INC 4.50	25,000.00	AIRGAS INC 4.500% 9/15/14	^	26,147.00
	ALCOA INC 5.55	15,000.00	ALCOA INC 5.550% 2/01/17	^	16,240.80
	ALCOA INC 5.72	15,000.00	ALCOA INC 5.720% 2/23/19	^	16,040.10
	AMERIGAS FIN CORP 6.75	10,000.00	AMERIGAS FIN CORP 6.750% 5/20/20	^	10,900.00
	BB&T CORP V/R 0.975	30,000.00	BB&T CORP V/R 0.9756% 4/28/14	^	30,147.60
	BUNGE LTD FIN CORP 5.10	30,000.00	BUNGE LTD FIN CORP 5.100% 7/15/15	^	32,379.00
	CITIGROUP INC 4.58	15,000.00	CITIGROUP INC 4.587% 12/15/15	^	16,261.20
	CITIGROUP INC 6.01	20,000.00	CITIGROUP INC 6.010% 1/15/15	^	21,530.60
	COCA COLA CO 5.35	50,000.00	COCA COLA CO 5.350% 11/15/17	^	58,396.50

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ATTACHMENT TO 2012 FORM 5500

SCHEDULE H PART IV, LINE 4(i) - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	DENBURY RES INC DEL 8.25	10,000.00	DENBURY RES INC DEL 8.250% 2/15/20	^	11,200.00
	DONNELLEY R R & SONS 4.95	10,000.00	DONNELLEY R R & SONS 4.950% 4/01/14	^	10,262.50
	DUN & BRADSTREET 4.37	30,000.00	DUN & BRADSTREET 4.375% 12/01/22	^	30,376.80
	ECOLAB INC 2.37	30,000.00	ECOLAB INC 2.375% 12/08/14	^	30,697.80
	EI DU PONT DE NEMOUR 3.25	10,000.00	EI DU PONT DE NEMOUR 3.250% 1/15/15	^	10,449.00
	ENTERGY CORP 4.70	30,000.00	ENTERGY CORP 4.700% 1/15/17	^	32,355.00
	FIRSTENERGY CORP 4.25	15,000.00	FIRSTENERGY CORP 4.250% 3/15/23	^	14,786.55
	FPL GROUP CAP INC 2.60	15,000.00	FPL GROUP CAP INC 2.600% 9/01/15	^	15,479.25
	GENERAL ELEC CAP COR 1.00	5,000.00	GENERAL ELEC CAP COR 1.000% 1/08/16	^	5,005.50
	GENERAL ELEC CAP COR 1.87	10,000.00	GENERAL ELEC CAP COR 1.875% 9/16/13	^	10,044.60
	GENZYME CORP 3.62	25,000.00	GENZYME CORP 3.625% 6/15/15	^	26,522.00
	GOLDMAN SACHS V/R 1.273	10,000.00	GOLDMAN SACHS V/R 1.2731% 2/07/14	^	10,047.90
	HANESBRANDS INC 8.00	4,000.00	HANESBRANDS INC 8.000% 12/15/16	^	4,280.00
	IBM CORP 7.62	15,000.00	IBM CORP 7.625% 10/15/18	^	19,503.00
	JP MORGAN CHASE BANK 0.00	18,000.00	JP MORGAN CHASE BANK 0.000% 9/23/13	^	17,267.40
	JP MORGAN CHASE BANK 0.00	14,000.00	JP MORGAN CHASE BANK 0.000% 9/23/13	^	13,430.20
	JP MORGAN CHASE BANK 0.00	15,000.00	JP MORGAN CHASE BANK 0.000% 9/23/13	^	14,389.50
	JP MORGAN CHASE BANK 0.00	11,000.00	JP MORGAN CHASE BANK 0.000% 9/23/13	^	10,552.30
	JP MORGAN CHASE BANK 0.00	9,000.00	JP MORGAN CHASE BANK 0.000% 9/23/13	^	8,633.70
	JP MORGAN CHASE BANK 0.00	8,000.00	JP MORGAN CHASE BANK 0.000% 9/23/13	^	7,674.40
	JP MORGAN CHASE BANK 0.00	30,000.00	JP MORGAN CHASE BANK 0.000% 11/20/13	^	32,445.00
	JP MORGAN CHASE BANK 0.00	22,000.00	JP MORGAN CHASE BANK 0.000% 11/20/13	^	23,793.00
	JP MORGAN CHASE BANK 0.00	24,000.00	JP MORGAN CHASE BANK 0.000% 11/20/13	^	25,956.00
	JP MORGAN CHASE BANK 0.00	17,000.00	JP MORGAN CHASE BANK 0.000% 11/20/13	^	18,385.50
	JP MORGAN CHASE BANK 0.00	13,000.00	JP MORGAN CHASE BANK 0.000% 11/20/13	^	14,059.50
	JP MORGAN CHASE BANK 0.00	14,000.00	JP MORGAN CHASE BANK 0.000% 11/20/13	^	15,141.00
	JP MORGAN CHASE BANK 0.00	6,000.00	JP MORGAN CHASE BANK 0.000% 12/26/13	^	5,795.40
	JP MORGAN CHASE BANK 0.00	7,000.00	JP MORGAN CHASE BANK 0.000% 12/26/13	^	5,789.70
	JP MORGAN CHASE BANK 0.00	5,000.00	JP MORGAN CHASE BANK 0.000% 12/26/13	^	4,829.50
	JP MORGAN CHASE BANK 0.00	5,000.00	JP MORGAN CHASE BANK 0.000% 12/26/13	^	4,135.50
	JP MORGAN CHASE BANK 0.00	5,000.00	JP MORGAN CHASE BANK 0.000% 12/26/13	^	4,829.50
	JP MORGAN CHASE BANK 0.00	6,000.00	JP MORGAN CHASE BANK 0.000% 12/26/13	^	4,962.60
	JP MORGAN CHASE BANK 0.00	4,000.00	JP MORGAN CHASE BANK 0.000% 12/26/13	^	3,863.60
	JP MORGAN CHASE BANK 0.00	4,000.00	JP MORGAN CHASE BANK 0.000% 12/26/13	^	3,308.40
	JP MORGAN CHASE BANK 0.00	3,000.00	JP MORGAN CHASE BANK 0.000% 12/26/13	^	2,897.70
	JP MORGAN CHASE BANK 0.00	3,000.00	JP MORGAN CHASE BANK 0.000% 12/26/13	^	2,481.30
	JP MORGAN CHASE BANK 0.00	3,000.00	JP MORGAN CHASE BANK 0.000% 12/26/13	^	2,897.70
	JP MORGAN CHASE BANK 0.00	3,000.00	JP MORGAN CHASE BANK 0.000% 12/26/13	^	2,481.30
	JPMORGAN CHASE & CO 0.00	67,000.00	JPMORGAN CHASE & CO 0.000% 10/24/13	^	63,891.20
	JPMORGAN CHASE & CO 0.00	53,000.00	JPMORGAN CHASE & CO 0.000% 10/24/13	^	50,540.80
	JPMORGAN CHASE & CO 0.00	53,000.00	JPMORGAN CHASE & CO 0.000% 10/24/13	^	50,540.80
	JPMORGAN CHASE & CO 0.00	43,000.00	JPMORGAN CHASE & CO 0.000% 10/24/13	^	41,004.80
	JPMORGAN CHASE & CO 0.00	34,000.00	JPMORGAN CHASE & CO 0.000% 10/24/13	^	32,422.40
	JPMORGAN CHASE & CO 0.00	35,000.00	JPMORGAN CHASE & CO 0.000% 10/24/13	^	33,376.00
	JPMORGAN CHASE & CO 3.70	10,000.00	JPMORGAN CHASE & CO 3.700% 1/20/15	^	10,453.90
	JPMORGAN CHASE V/R 1.0232	20,000.00	JPMORGAN CHASE V/R 1.02325% 5/02/14	^	20,114.40
	KINDER MORGAN ENERGY 5.00	10,000.00	KINDER MORGAN ENERGY 5.000% 12/15/13	^	10,232.60
	KINDER MORGAN FINANC 5.70	15,000.00	KINDER MORGAN FINANC 5.700% 1/05/16	^	16,328.10
	LLOYDS TSB BK PLC 6.37	30,000.00	LLOYDS TSB BK PLC 6.375% 1/21/21	^	36,582.00
	MERRILL LYNCH & CO 6.87	30,000.00	MERRILL LYNCH & CO 6.875% 4/25/18	^	35,735.70
	METLIFE INC V/R 1.523	10,000.00	METLIFE INC V/R 1.5231% 8/06/13	^	10,020.40

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SCHEDULE H PART IV, LINE 4(i) - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	MORGAN STANLEY 3.80	30,000.00	MORGAN STANLEY 3.800% 4/29/16	^	31,655.40
	MORGAN STANLEY 5.95	20,000.00	MORGAN STANLEY 5.950% 12/28/17	^	22,952.60
	NASDAQ OMX GROUP INC 4.00	30,000.00	NASDAQ OMX GROUP INC 4.000% 1/15/15	^	31,262.40
	NEW YORK TEL CO 6.70	8,000.00	NEW YORK TEL CO 6.700% 11/01/23	^	8,180.32
	NORFOLK SOUTHN CORP 5.25	15,000.00	NORFOLK SOUTHN CORP 5.257% 9/17/14	^	15,867.60
	RAYMOND JAMES FIN 5.62	22,000.00	RAYMOND JAMES FIN 5.625% 4/01/24	^	24,419.34
	REGENCY ENERGY PRTS 5.50	10,000.00	REGENCY ENERGY PRTS 5.500% 4/15/23	^	10,500.00
	SHERWIN WILLIAMS CO 3.12	15,000.00	SHERWIN WILLIAMS CO 3.125% 12/15/14	^	15,540.15
	SIMON PPTY GROUP INC 4.90	30,000.00	SIMON PPTY GROUP INC 4.900% 1/30/14	^	30,835.80
	SIMON PPTY GROUP LP 10.35	28,000.00	SIMON PPTY GROUP LP 10.350% 4/01/19	^	40,146.96
	SLM CORP 6.00	5,000.00	SLM CORP 6.000% 1/25/17	^	5,262.50
	SLM CORP 6.25	10,000.00	SLM CORP 6.250% 1/25/16	^	10,625.40
	TUPPERWARE BRANDS CO 4.75	25,000.00	TUPPERWARE BRANDS CO 4.750% 6/01/21	^	26,221.50
	UNITED PARCEL SERV 5.50	40,000.00	UNITED PARCEL SERV 5.500% 1/15/18	^	47,031.60
	UNITED RENTALS NORTH 6.12	10,000.00	UNITED RENTALS NORTH 6.125% 6/15/23	^	10,475.00
	US STEEL CORP 7.00	10,000.00	US STEEL CORP 7.000% 2/01/18	^	10,625.00
	VALERO ENERGY CORP 4.50	10,000.00	VALERO ENERGY CORP 4.500% 2/01/15	^	10,590.20
	VENTAS REALTY LP 2.00	15,000.00	VENTAS REALTY LP 2.000% 2/15/18	^	14,955.60
	VIACOM INC 3.50	15,000.00	VIACOM INC 3.500% 4/01/17	^	15,945.60
	VULCAN MATLS CO 6.40	15,000.00	VULCAN MATLS CO 6.400% 11/30/17	^	16,687.50
	WAL MART STORES INC 2.87	65,000.00	WAL MART STORES INC 2.875% 4/01/15	^	67,869.10
	WAL MART STORES INC 5.80	60,000.00	WAL MART STORES INC 5.800% 2/15/18	^	71,633.40
	WAL-MART STORES INC 5.37	40,000.00	WAL-MART STORES INC 5.375% 4/05/17	^	46,179.20
	WELLS FARGO BK NA 4.75	10,000.00	WELLS FARGO BK NA 4.750% 2/09/15	^	10,639.50
	WELLS FARGO BK NA 4.75	65,000.00	WELLS FARGO BK NA 4.750% 2/09/15	^	69,156.75
	WILLIS NORTH AMER IN 6.20	30,000.00	WILLIS NORTH AMER IN 6.200% 3/28/17	^	33,912.30
		1,721,000.00	**TOTAL CORPORATE OBLIGATIONS**		**1,819,466.22**
	PREFERRED STOCKS				
	BALANCE FINANCIAL, INC SE	184,774.00	BALANCE FINANCIAL, INC SER A PFD	^	49,999.84
	BARCLAYS BANK PLC 8.125%	2,600.00	BARCLAYS BANK PLC 8.125% PFD	^	66,040.00
	COUNTRYWIDE CAP IV 6.750%	3,400.00	COUNTRYWIDE CAP IV 6.750% PFD	^	86,156.00
	DILLARDS CAP TR I 7.500%	2,000.00	DILLARDS CAP TR I 7.500% PFD	^	51,900.00
	GMAC LLC 7.375% PFD	2,000.00	GMAC LLC 7.375% PFD	^	50,460.00
	HSBC USA INC PFD	25,000.00	HSBC USA INC PFD	^	279,000.00
	ORCHARD SUPPLY HARDWARE S	2.00	ORCHARD SUPPLY HARDWARE SER A PFD	^	2.08
	SLM CORP SER 6.000% PFD	1,200.00	SLM CORP SER 6.000% PFD	^	28,776.00
	WELLS FARGO & COMPANY 8.0	2,700.00	WELLS FARGO & COMPANY 8.00% PFD	^	78,975.00
		223,676.00	**TOTAL PREFERRED STOCKS**		**691,308.92**
	COMMON STOCKS				
	ABBOTT LABORATORIES COM	1,300.00	ABBOTT LABORATORIES COM	^	47,671.00
	ABBOTT LABORATORIES COM	221.00	ABBOTT LABORATORIES COM	^	8,104.07
	ABBOTT LABORATORIES COM	280.00	ABBOTT LABORATORIES COM	^	10,267.60
	ABBOTT LABORATORIES COM	95.00	ABBOTT LABORATORIES COM	^	3,483.65
	ABBVIE INC COM	1,300.00	ABBVIE INC COM	^	55,497.00
	ABBVIE INC COM	221.00	ABBVIE INC COM	^	9,434.49

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AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	ABBVIE INC COM	280.00	ABBVIE INC COM	^	11,953.20
	ABBVIE INC COM	95.00	ABBVIE INC COM	^	4,055.55
	ACCENTURE PLC COM	80.00	ACCENTURE PLC COM	^	6,568.80
	ACCOR S A COM	80.00	ACCOR S A COM	^	2,842.40
	ACE LIMITED COM	80.00	ACE LIMITED COM	^	7,174.40
	ACTIVISION BLIZZARD INC C	2,800.00	ACTIVISION BLIZZARD INC COM	^	40,404.00
	ADECCO SA CHF1(REGD) COM	60.00	ADECCO SA CHF1(REGD) COM	^	3,363.90
	ADVANCED AUTO PARTS INC C	130.00	ADVANCED AUTO PARTS INC COM	^	10,597.60
	AFFIL MGRS GROUP INC COM	40.00	AFFIL MGRS GROUP INC COM	^	6,560.00
	AFLAC CORP COM	500.00	AFLAC CORP COM	^	27,845.00
	AGNICO EAGLE MINES LTD	1,300.00	AGNICO EAGLE MINES LTD	^	41,613.00
	AIR PRODUCTS & CHEMICALS	40.00	AIR PRODUCTS & CHEMICALS INC COM	^	3,776.40
	AIR PRODUCTS & CHEMICALS	20.00	AIR PRODUCTS & CHEMICALS INC COM	^	1,888.20
	AKAMAI TECH INC COM	67.00	AKAMAI TECH INC COM	^	3,090.04
	ALCATEL-LUCENT SP ADR	78.00	ALCATEL-LUCENT SP ADR	^	131.04
	ALCATEL-LUCENT SP ADR	19.00	ALCATEL-LUCENT SP ADR	^	31.92
	ALCOA INC COM	1,320.00	ALCOA INC COM	^	11,220.00
	ALCOA INC COM	710.00	ALCOA INC COM	^	6,035.00
	ALERE INC COM	370.00	ALERE INC COM	^	9,464.60
	ALERE INC COM	150.00	ALERE INC COM	^	3,837.00
	ALEXION PHARMACEUTICALS I	500.00	ALEXION PHARMACEUTICALS INC COM	^	48,790.00
	ALKERMES PLC COM	1,000.00	ALKERMES PLC COM	^	31,250.00
	ALLERGAN INC COM	70.00	ALLERGAN INC COM	^	6,964.30
	ALLERGAN INC COM	300.00	ALLERGAN INC COM	^	29,847.00
	ALLIANCE PHARMACEUTICAL C	2,500.00	ALLIANCE PHARMACEUTICAL CORP COM NEW	^	2.75
	ALLIED WORLD ASSURANCE CO	30.00	ALLIED WORLD ASSURANCE COM	^	2,682.30
	ALTRIA GROUP INC COM	300.00	ALTRIA GROUP INC COM	^	10,830.00
	ALTRIA GROUP INC COM	111.32	ALTRIA GROUP INC COM	^	4,018.54
	AMAZON.COM INC COM	150.00	AMAZON.COM INC COM	^	40,380.00
	AMAZON.COM INC COM	125.00	AMAZON.COM INC COM	^	33,650.00
	AMAZON.COM INC COM	20.00	AMAZON.COM INC COM	^	5,384.00
	AMAZON.COM INC COM	10.00	AMAZON.COM INC COM	^	2,692.00
	AMC NETWORKS INC CL A COM	50.00	AMC NETWORKS INC CL A COM	^	3,201.00
	AMDOCS LTD ADR	170.00	AMDOCS LTD ADR	^	6,069.00
	AMDOCS LTD ADR	90.00	AMDOCS LTD ADR	^	3,213.00
	AMERICAN ELECTRIC POWER C	400.00	AMERICAN ELECTRIC POWER CO INC COM	^	18,328.00
	AMERICAN ELECTRIC POWER C	230.00	AMERICAN ELECTRIC POWER CO INC COM	^	10,538.60
	AMERICAN EXPRESS CO COM	190.00	AMERICAN EXPRESS CO COM	^	14,384.90
	AMERICAN EXPRESS CO COM	350.00	AMERICAN EXPRESS CO COM	^	26,498.50
	AMERICAN INTL GROUP INC C	800.00	AMERICAN INTL GROUP INC COM	^	35,568.00
	AMERICAN WTR WKS CO INC N	270.00	AMERICAN WTR WKS CO INC NEW COM	^	10,783.80
	AMERIPRISE FINANCIAL INC	100.00	AMERIPRISE FINANCIAL INC COM	^	8,152.00
	AMGEN INC COM	85.00	AMGEN INC COM	^	8,545.05
	AMGEN INC COM	110.00	AMGEN INC COM	^	11,058.30
	AMTRUST FINL SVCS INC COM	550.00	AMTRUST FINL SVCS INC COM	^	18,166.50
	ANADARKO PETROLEUM CORP C	700.00	ANADARKO PETROLEUM CORP COM	^	61,229.00
	ANADARKO PETROLEUM CORP C	160.00	ANADARKO PETROLEUM CORP COM	^	13,995.20
	ANADARKO PETROLEUM CORP C	570.00	ANADARKO PETROLEUM CORP COM	^	49,857.90
	ANHEUSER BUSCH INBEV SPN	110.00	ANHEUSER BUSCH INBEV SPN ADR	^	10,111.20
	ANHEUSER BUSCH INBEV SPN	170.00	ANHEUSER BUSCH INBEV SPN ADR	^	15,626.40
	AOL INC COM	3.00	AOL INC COM	^	103.98

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	AOL INC COM	66.00	AOL INC COM	^	2,287.56
	AOL INC COM	12.00	AOL INC COM	^	415.92
	AON PLC COM	550.00	AON PLC COM	^	35,018.50
	APACHE CORP COM	50.00	APACHE CORP COM	^	4,106.50
	APACHE CORP COM	70.00	APACHE CORP COM	^	5,749.10
	APACHE CORP COM	30.00	APACHE CORP COM	^	2,463.90
	APPLE INC COM	250.00	APPLE INC COM	^	112,433.75
	APPLE INC COM	18.00	APPLE INC COM	^	8,095.23
	APPLE INC COM	818.00	APPLE INC COM	^	367,883.23
	APPLE INC COM	51.08	APPLE INC COM	^	22,971.56
	APPLE INC COM	25.00	APPLE INC COM	^	11,243.38
	APPLE INC COM	57.21	APPLE INC COM	^	25,727.99
	APPLE INC COM	11.00	APPLE INC COM	^	4,947.09
	APPLE INC COM	125.00	APPLE INC COM	^	56,216.88
	APPLE INC COM	200.00	APPLE INC COM	^	89,947.00
	APPLE INC COM	62.00	APPLE INC COM	^	27,883.57
	APPLE INC COM	20.00	APPLE INC COM	^	8,994.70
	APPLE INC COM	300.00	APPLE INC COM	^	134,920.50
	APPLIED MATERIALS INC COM	400.00	APPLIED MATERIALS INC COM	^	6,080.00
	ARCHER DANIELS MIDLAND CO	1,261.00	ARCHER DANIELS MIDLAND COM	^	40,642.03
	ASML HOLDING N V COM	77.00	ASML HOLDING N V COM	^	6,257.79
	AT & T INC COM	2,000.00	AT & T INC COM	^	69,980.00
	AT & T INC COM	1,288.69	AT & T INC COM	^	45,091.16
	AT & T INC COM	1,400.00	AT & T INC COM	^	48,986.00
	AT & T INC COM	717.00	AT & T INC COM	^	25,087.83
	AT & T INC COM	500.00	AT & T INC COM	^	17,495.00
	AT & T INC COM	290.00	AT & T INC COM	^	10,147.10
	ATMOS ENERGY CORP COM	445.00	ATMOS ENERGY CORP COM	^	18,787.90
	AUSTRALIA & NEW ZEALAND B	675.00	AUSTRALIA & NEW ZEALAND BKG GRP ADR	^	17,678.25
	AUTOBYTEL INC COM	200.00	AUTOBYTEL INC COM	^	986.00
	AUTODESK INC COM	500.00	AUTODESK INC COM	^	18,865.00
	AUTODESK INC COM	100.00	AUTODESK INC COM	^	3,773.00
	AUTODESK INC COM	110.00	AUTODESK INC COM	^	4,150.30
	AUTODESK INC COM	60.00	AUTODESK INC COM	^	2,263.80
	AUTOMATIC DATA PROCESSING	300.00	AUTOMATIC DATA PROCESSING INC COM	^	20,616.00
	AVIS BUDGET GROUP INC COM	1,000.00	AVIS BUDGET GROUP INC COM	^	33,160.00
	AVON PRODUCTS INC COM	500.00	AVON PRODUCTS INC COM	^	11,785.00
	AXA S A SPONS ADR	75.00	AXA S A SPONS ADR	^	1,501.50
	B/E AEROSPACE, INC COM	500.00	B/E AEROSPACE, INC COM	^	31,720.00
	BABCOCK & WILCOX CO COM	10.00	BABCOCK & WILCOX CO COM	^	296.80
	BAIDU, INC. ADR	40.00	BAIDU, INC. ADR	^	3,865.60
	BAKER HUGHES INC COM	700.00	BAKER HUGHES INC COM	^	31,836.00
	BAKER HUGHES INC COM	100.00	BAKER HUGHES INC COM	^	4,548.00
	BAKER HUGHES INC COM	150.00	BAKER HUGHES INC COM	^	6,822.00
	BAKER HUGHES INC COM	80.00	BAKER HUGHES INC COM	^	3,638.40
	BANK OF AMERICA CORP COM	3,000.00	BANK OF AMERICA CORP COM	^	40,980.00
	BANK OF AMERICA CORP COM	171.00	BANK OF AMERICA CORP COM	^	2,335.86
	BANK OF AMERICA CORP COM	4,425.38	BANK OF AMERICA CORP COM	^	60,450.70
	BANK OF AMERICA CORP COM	375.00	BANK OF AMERICA CORP COM	^	5,122.50
	BANK OF AMERICA CORP COM	10,000.00	BANK OF AMERICA CORP COM	^	136,600.00
	BARRICK GOLD CORP COM	1,617.00	BARRICK GOLD CORP COM	^	34,151.04

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SCHEDULE H PART IV, LINE 4(i) - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	BARRICK GOLD CORP COM	45.00	BARRICK GOLD CORP COM	^	950.40
	BASF SE ADR	230.00	BASF SE ADR	^	22,402.00
	BASF SE ADR	50.00	BASF SE ADR	^	4,870.00
	BAXTER INTL INC COM	125.00	BAXTER INTL INC COM	^	8,791.25
	BECTON DICKINSON & CO COM	60.00	BECTON DICKINSON & CO COM	^	5,917.20
	BECTON DICKINSON & CO COM	30.00	BECTON DICKINSON & CO COM	^	2,958.60
	BECTON DICKINSON & CO COM	100.00	BECTON DICKINSON & CO COM	^	9,862.00
	BED BATH & BEYOND INC COM	125.00	BED BATH & BEYOND INC COM	^	8,531.25
	BED BATH & BEYOND INC COM	140.00	BED BATH & BEYOND INC COM	^	9,555.00
	BED BATH & BEYOND INC COM	150.00	BED BATH & BEYOND INC COM	^	10,237.50
	BERKSHIRE HATHAWAY INC CL	7.00	BERKSHIRE HATHAWAY INC CL A	^	1,199,100.00
	BERKSHIRE HATHAWAY INC CL	700.00	BERKSHIRE HATHAWAY INC CL B	^	79,849.00
	BERKSHIRE HATHAWAY INC CL	200.00	BERKSHIRE HATHAWAY INC CL B	^	22,814.00
	BERKSHIRE HATHAWAY INC CL	60.00	BERKSHIRE HATHAWAY INC CL B	^	6,844.20
	BERKSHIRE HATHAWAY INC CL	160.00	BERKSHIRE HATHAWAY INC CL B	^	18,251.20
	BERKSHIRE HATHAWAY INC CL	1,000.00	BERKSHIRE HATHAWAY INC CL B	^	114,070.00
	BERKSHIRE HATHAWAY INC CL	50.00	BERKSHIRE HATHAWAY INC CL B	^	5,703.50
	BERKSHIRE HATHAWAY INC CL	150.00	BERKSHIRE HATHAWAY INC CL B	^	17,110.50
	BERKSHIRE HATHAWAY INC CL	500.00	BERKSHIRE HATHAWAY INC CL B	^	57,035.00
	BERKSHIRE HATHAWAY INC CL	400.00	BERKSHIRE HATHAWAY INC CL B	^	45,628.00
	BHP BILLITON LTD ADR	205.00	BHP BILLITON LTD ADR	^	13,390.60
	BIOGEN IDEC INC COM	200.00	BIOGEN IDEC INC COM	^	47,498.00
	BIOGEN IDEC INC COM	10.00	BIOGEN IDEC INC COM	^	2,374.90
	BIOMARIN PHARMACEUTICAL I	800.00	BIOMARIN PHARMACEUTICAL INC COM	^	50,160.00
	BIOMARIN PHARMACEUTICAL I	1,000.00	BIOMARIN PHARMACEUTICAL INC COM	^	62,700.00
	BJ'S RESTAURANTS INC COM	100.00	BJ'S RESTAURANTS INC COM	^	3,754.00
	BJ'S RESTAURANTS INC COM	50.00	BJ'S RESTAURANTS INC COM	^	1,877.00
	BLACKROCK INC COM	74.00	BLACKROCK INC COM	^	20,660.80
	BLACKROCK INC COM	75.00	BLACKROCK INC COM	^	20,940.00
	BLUCORA INC COM	35.00	BLUCORA INC COM	^	638.75
	BOEING COMPANY COM	100.00	BOEING COMPANY COM	^	9,902.00
	BOEING COMPANY COM	50.00	BOEING COMPANY COM	^	4,951.00
	BOEING COMPANY COM	300.00	BOEING COMPANY COM	^	29,706.00
	BOTTOMLINE TECHNOLOGIES I	200.00	BOTTOMLINE TECHNOLOGIES INC COM	^	5,526.00
	BP PLC SPONS ADR	200.00	BP PLC SPONS ADR	^	8,582.00
	BP PLC SPONS ADR	105.54	BP PLC SPONS ADR	^	4,528.55
	BP PLC SPONS ADR	50.00	BP PLC SPONS ADR	^	2,145.50
	BRE PROPERTIES INC CL A	6,000.00	BRE PROPERTIES INC CL A	^	299,940.00
	BRIDGEPOINT ED INC COM	1,000.00	BRIDGEPOINT ED INC COM	^	12,810.00
	BRISTOL MYERS SQUIBB CO C	485.00	BRISTOL MYERS SQUIBB CO COM	^	22,314.85
	BROADCOM CORP CL A	150.00	BROADCOM CORP CL A	^	5,386.50
	BUFFALO WILD WINGS INC CO	62.00	BUFFALO WILD WINGS INC COM	^	5,949.52
	C H ROBINSON WORLDWIDE IN	120.00	C H ROBINSON WORLDWIDE INC COM	^	6,804.00
	C H ROBINSON WORLDWIDE IN	60.00	C H ROBINSON WORLDWIDE INC COM	^	3,402.00
	CA INC COM	450.00	CA INC COM	^	12,294.00
	CABELAS INC COM	40.00	CABELAS INC COM	^	2,682.40
	CABLEVISION SYSTEMS CORP	170.00	CABLEVISION SYSTEMS CORP CL A	^	2,570.40
	CABLEVISION SYSTEMS CORP	200.00	CABLEVISION SYSTEMS CORP CL A	^	3,024.00
	CAMECO CORP COM	300.00	CAMECO CORP COM	^	6,501.00
	CAMERON INTERNATIONAL COR	250.00	CAMERON INTERNATIONAL CORP COM	^	15,217.50
	CAMERON INTERNATIONAL COR	180.00	CAMERON INTERNATIONAL CORP COM	^	10,956.60

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AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	CAMERON INTERNATIONAL COR	100.00	CAMERON INTERNATIONAL CORP COM	^	6,087.00
	CAMERON INTERNATIONAL COR	160.00	CAMERON INTERNATIONAL CORP COM	^	9,739.20
	CAMPBELL MULTI-STRATEGY T	50,000.00	CAMPBELL MULTI-STRATEGY TRUST COM	^	50,000.00
	CANON INC ADR	75.00	CANON INC ADR	^	2,571.00
	CASEY'S GEN STORES INC CO	140.00	CASEY'S GEN STORES INC COM	^	8,506.40
	CATERPILLAR INC COM	700.00	CATERPILLAR INC COM	^	60,060.00
	CATERPILLAR INC COM	104.40	CATERPILLAR INC COM	^	8,957.26
	CATERPILLAR INC COM	80.00	CATERPILLAR INC COM	^	6,864.00
	CATERPILLAR INC COM	40.00	CATERPILLAR INC COM	^	3,432.00
	CBS CORP CL B	50.00	CBS CORP CL B	^	2,475.00
	CBS CORP CL B	500.00	CBS CORP CL B	^	24,750.00
	CELGENE CORP COM	50.00	CELGENE CORP COM	^	6,182.50
	CELGENE CORP COM	170.00	CELGENE CORP COM	^	21,020.50
	CENOVUS ENERGY INC COM	1,050.00	CENOVUS ENERGY INC COM	^	31,426.50
	CERNER CORP COM	110.00	CERNER CORP COM	^	10,797.60
	CERNER CORP COM	60.00	CERNER CORP COM	^	5,889.60
	CHECK POINT SOFTW TECH CO	550.00	CHECK POINT SOFTW TECH COM	^	27,544.00
	CHESAPEAKE ENERGY CORP CO	110.00	CHESAPEAKE ENERGY CORP COM	^	2,402.40
	CHESAPEAKE ENERGY CORP CO	60.00	CHESAPEAKE ENERGY CORP COM	^	1,310.40
	CHEVRON CORP COM	100.00	CHEVRON CORP COM	^	12,275.00
	CHEVRON CORP COM	300.00	CHEVRON CORP COM	^	36,825.00
	CHEVRON CORP COM	125.00	CHEVRON CORP COM	^	15,343.75
	CHEVRON CORP COM	150.00	CHEVRON CORP COM	^	18,412.50
	CHEVRON CORP COM	1,000.00	CHEVRON CORP COM	^	122,750.00
	CHIMERA INVT CORP REIT	2,000.00	CHIMERA INVT CORP REIT	^	6,100.00
	CHINA MOBILE LTD SPONS AD	200.00	CHINA MOBILE LTD SPONS ADR	^	10,360.00
	CHIPOTLE MEXICAN GRILL IN	20.00	CHIPOTLE MEXICAN GRILL INC CLASS A	^	7,220.00
	CHIPOTLE MEXICAN GRILL IN	300.00	CHIPOTLE MEXICAN GRILL INC CLASS A	^	108,300.00
	CHIPOTLE MEXICAN GRILL IN	200.00	CHIPOTLE MEXICAN GRILL INC CLASS A	^	72,200.00
	CHIQUITA BRANDS INTL INC	200.00	CHIQUITA BRANDS INTL INC COM	^	2,020.00
	CHUBB CORP COM	120.00	CHUBB CORP COM	^	10,452.00
	CISCO SYSTEMS INC COM	380.00	CISCO SYSTEMS INC COM	^	9,163.70
	CISCO SYSTEMS INC COM	5,383.00	CISCO SYSTEMS INC COM	^	129,811.05
	CISCO SYSTEMS INC COM	425.00	CISCO SYSTEMS INC COM	^	10,248.88
	CISCO SYSTEMS INC COM	1,800.00	CISCO SYSTEMS INC COM	^	43,407.00
	CITIGROUP INC COM	20.05	CITIGROUP INC COM	^	1,042.61
	CITIGROUP INC COM	280.00	CITIGROUP INC COM	^	14,557.20
	CITRIX SYS INC COM	75.00	CITRIX SYS INC COM	^	4,828.50
	CITRIX SYS INC COM	35.00	CITRIX SYS INC COM	^	2,253.30
*	CITY NATIONAL CORP COM	40.00	CITY NATIONAL CORP COM	^	2,510.40
	CLIFFS NATURAL RESOURCES	500.00	CLIFFS NATURAL RESOURCES INC COM	^	9,020.00
	CLOROX CO COM	157.00	CLOROX CO COM	^	13,043.56
	COACH INC COM	340.00	COACH INC COM	^	19,808.40
	COASTALSOUTH BANCSHARES,	5,000.00	COASTALSOUTH BANCSHARES, INC COM	^	8,400.00
	COCA-COLA CO COM	200.00	COCA-COLA CO COM	^	7,998.00
	COCA-COLA CO COM	80.00	COCA-COLA CO COM	^	3,199.20
	COCA-COLA CO COM	170.00	COCA-COLA CO COM	^	6,798.30
	COCA-COLA CO COM	150.00	COCA-COLA CO COM	^	5,998.50
	COCA-COLA CO COM	90.00	COCA-COLA CO COM	^	3,599.10
	COMCAST CORP NEW CL A	260.00	COMCAST CORP NEW CL A	^	10,442.90
	COMCAST CORP NEW SPECIAL	400.00	COMCAST CORP NEW SPECIAL CL A NON-VT	^	15,532.00

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(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	COMERICA INC COM	80.00	COMERICA INC COM	^	3,159.20
	COMPANHIA DE BEBIDAS SPON	450.00	COMPANHIA DE BEBIDAS SPONS ADR	^	17,131.50
	COMPANHIA DE BEBIDAS SPON	140.00	COMPANHIA DE BEBIDAS SPONS ADR	^	5,329.80
	CONAGRA FOODS INC COM	220.00	CONAGRA FOODS INC COM	^	7,411.80
	CONOCOPHILLIPS COM	1,226.00	CONOCOPHILLIPS COM	^	75,202.84
	CONOCOPHILLIPS COM	220.00	CONOCOPHILLIPS COM	^	13,494.80
	CONSOLIDATED EDISON INC C	260.00	CONSOLIDATED EDISON INC COM	^	14,838.20
	CONSOLIDATED EDISON INC C	1,000.00	CONSOLIDATED EDISON INC COM	^	57,070.00
	CORONADO BIOSCIENCES INC	6,980.00	CORONADO BIOSCIENCES INC COM	^	68,962.40
	COSTAR GROUP INC COM	1.00	COSTAR GROUP INC COM	^	111.81
	COSTCO WHOLESALE CORP NEW	775.00	COSTCO WHOLESALE CORP NEW COM	^	84,964.03
	COSTCO WHOLESALE CORP NEW	130.00	COSTCO WHOLESALE CORP NEW COM	^	14,252.03
	COVIDIEN PLC COM	56.00	COVIDIEN PLC COM	^	3,561.60
	COVIDIEN PLC COM	170.00	COVIDIEN PLC COM	^	10,812.00
	CPFL ENERGIA S A SP ADR	630.00	CPFL ENERGIA S A SP ADR	^	13,412.70
	CREE INC COM	80.00	CREE INC COM	^	4,988.00
	CRESCENT PT ENERGY CORP C	1,200.00	CRESCENT PT ENERGY CORP COM	^	43,428.00
	CRH PLC SPONS ADR	60.00	CRH PLC SPONS ADR	^	1,256.40
	CSX CORP COM	631.85	CSX CORP COM	^	15,928.91
	CUMMINS ENGINE INC COM	60.00	CUMMINS ENGINE INC COM	^	7,177.80
	CVS/CAREMARK CORP COM	290.00	CVS/CAREMARK CORP COM	^	16,698.20
	CVS/CAREMARK CORP COM	75.00	CVS/CAREMARK CORP COM	^	4,318.50
	CVS/CAREMARK CORP COM	300.00	CVS/CAREMARK CORP COM	^	17,274.00
	DANAHER CORP COM	220.00	DANAHER CORP COM	^	13,600.40
	DANAHER CORP COM	500.00	DANAHER CORP COM	^	30,910.00
	DANONE-SPONS ADR	120.00	DANONE-SPONS ADR	^	1,782.00
	DEAN FOODS CO NEW COM	450.00	DEAN FOODS CO NEW COM	^	4,720.50
	DELTA AIR LINES COM	2,000.00	DELTA AIR LINES COM	^	36,020.00
	DESARROLLADORA HOMEX S A	1,000.00	DESARROLLADORA HOMEX S A DE C V ADR	^	4,700.00
	DEVON ENERGY CORP NEW COM	740.00	DEVON ENERGY CORP NEW COM	^	42,069.00
	DIAGEO PLC SPONS ADR	100.00	DIAGEO PLC SPONS ADR	^	11,826.00
	DIAGEO PLC SPONS ADR	185.00	DIAGEO PLC SPONS ADR	^	21,878.10
	DIAGEO PLC SPONS ADR	25.00	DIAGEO PLC SPONS ADR	^	2,956.50
	DICKS SPORTING GOODS INC	80.00	DICKS SPORTING GOODS INC COM	^	4,187.20
	DICKS SPORTING GOODS INC	40.00	DICKS SPORTING GOODS INC COM	^	2,093.60
	DIGITAL REALTY TRUST INC	3,360.38	DIGITAL REALTY TRUST INC REIT	^	204,680.44
	DIGITAL REALTY TRUST INC	100.00	DIGITAL REALTY TRUST INC REIT	^	6,091.00
	DIGITAL REALTY TRUST INC	20.00	DIGITAL REALTY TRUST INC REIT	^	1,218.20
	DIGITAL REALTY TRUST INC	10.00	DIGITAL REALTY TRUST INC REIT	^	609.10
	DIRECTV COM	143.00	DIRECTV COM	^	8,750.17
	DIRECTV COM	230.00	DIRECTV COM	^	14,073.70
	DIRECTV COM	120.00	DIRECTV COM	^	7,342.80
	DIRECTV COM	170.00	DIRECTV COM	^	10,402.30
	DIRECTV COM	500.00	DIRECTV COM	^	30,595.00
	DIRECTV COM	300.00	DIRECTV COM	^	18,357.00
	DOLBY LABORATORIES INC CL	40.00	DOLBY LABORATORIES INC CL A	^	1,400.00
	DOVER CORP COM	170.00	DOVER CORP COM	^	13,302.50
	DOVER CORP COM	75.00	DOVER CORP COM	^	5,868.75
	DOW CHEMICAL CO COM	1,441.02	DOW CHEMICAL CO COM	^	49,657.51
	DRYSHIPS INC ADR	1,000.00	DRYSHIPS INC ADR	^	1,850.00
	DU PONT E I DE NEMOURS &	814.94	DU PONT E I DE NEMOURS & CO COM	^	45,465.45

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(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	DU PONT E I DE NEMOURS &	345.00	DU PONT E I DE NEMOURS & CO COM	^	19,247.55
	DUKE ENERGY CORP COM	66.00	DUKE ENERGY CORP COM	^	4,417.38
	DUKE ENERGY CORP COM	600.00	DUKE ENERGY CORP COM	^	40,158.00
	DUKE ENERGY CORP COM	33.00	DUKE ENERGY CORP COM	^	2,208.69
	DUPONT FABROS TECH INC RE	70.00	DUPONT FABROS TECH INC REIT	^	1,696.10
	DUPONT FABROS TECH INC RE	30.00	DUPONT FABROS TECH INC REIT	^	726.90
	EAST WEST BANCORP INC COM	40.00	EAST WEST BANCORP INC COM	^	1,054.00
	EATON CORP PLC COM	385.00	EATON CORP PLC COM	^	25,433.10
	EBAY INC COM	400.00	EBAY INC COM	^	21,640.00
	EBAY INC COM	106.00	EBAY INC COM	^	5,734.60
	EBAY INC COM	300.00	EBAY INC COM	^	16,230.00
	EBAY INC COM	310.00	EBAY INC COM	^	16,771.00
	EBAY INC COM	60.00	EBAY INC COM	^	3,246.00
	EBAY INC COM	30.00	EBAY INC COM	^	1,623.00
	EBAY INC COM	100.00	EBAY INC COM	^	5,410.00
	EDWARDS LIFESCIENCES CORP	200.00	EDWARDS LIFESCIENCES CORP COM	^	13,292.00
	ELECTRONIC ARTS INC COM	175.00	ELECTRONIC ARTS INC COM	^	4,023.25
	ELECTRONIC ARTS INC COM	540.00	ELECTRONIC ARTS INC COM	^	12,414.60
	ELECTRONIC ARTS INC COM	280.00	ELECTRONIC ARTS INC COM	^	6,437.20
	EMC CORP MASS COM	700.00	EMC CORP MASS COM	^	17,332.00
	EMC CORP MASS COM	720.00	EMC CORP MASS COM	^	17,827.20
	EMC CORP MASS COM	390.00	EMC CORP MASS COM	^	9,656.40
	EMC CORP MASS COM	365.00	EMC CORP MASS COM	^	9,037.40
	EMERSON ELECTRIC CO COM	1,000.00	EMERSON ELECTRIC CO COM	^	57,460.00
	EMERSON ELECTRIC CO COM	250.00	EMERSON ELECTRIC CO COM	^	14,365.00
	EMERSON ELECTRIC CO COM	100.00	EMERSON ELECTRIC CO COM	^	5,746.00
	ENCANA CORP COM	150.00	ENCANA CORP COM	^	2,854.50
	ENCANA CORP COM	70.00	ENCANA CORP COM	^	1,332.10
	ENGILITY HLDGS INC COM	6.00	ENGILITY HLDGS INC COM	^	153.42
	EOG RESOURCES INC COM	40.00	EOG RESOURCES INC COM	^	5,164.00
	EOG RESOURCES INC COM	20.00	EOG RESOURCES INC COM	^	2,582.00
	EQUIFAX INC COM	225.00	EQUIFAX INC COM	^	13,702.50
	ERICSSON AMERICAN DEPOSIT	110.00	ERICSSON AMERICAN DEPOSITORY SHARES	^	1,283.70
	EXAMWORKS GROUP INC COM	7,000.00	EXAMWORKS GROUP INC COM	^	130,620.00
	EXPEDIA INC COM	75.00	EXPEDIA INC COM	^	4,313.25
	EXPEDITORS INTL WASH INC	300.00	EXPEDITORS INTL WASH INC COM	^	11,709.00
	EXPONENTIAL BIOTHERAPIES	20,000.00	EXPONENTIAL BIOTHERAPIES COM	^	10,000.00
	EXPONENTIAL BIOTHERAPIES	19,791.00	EXPONENTIAL BIOTHERAPIES COM	^	9,895.50
	EXPRESS SCRIPTS HLDG COM	19.00	EXPRESS SCRIPTS HLDG COM	^	1,180.28
	EXPRESS SCRIPTS HLDG COM	200.00	EXPRESS SCRIPTS HLDG COM	^	12,424.00
	EXPRESS SCRIPTS HLDG COM	725.00	EXPRESS SCRIPTS HLDG COM	^	45,037.00
	EXXON MOBIL CORP COM	60.00	EXXON MOBIL CORP COM	^	5,428.20
	EXXON MOBIL CORP COM	190.00	EXXON MOBIL CORP COM	^	17,189.30
	EXXON MOBIL CORP COM	40.00	EXXON MOBIL CORP COM	^	3,618.80
	EXXON MOBIL CORP COM	240.00	EXXON MOBIL CORP COM	^	21,712.80
	F5 NETWORKS INC COM	60.00	F5 NETWORKS INC COM	^	4,992.60
	F5 NETWORKS INC COM	10.00	F5 NETWORKS INC COM	^	832.10
	FACEBOOK INC COM	180.00	FACEBOOK INC COM	^	4,382.64
	FACEBOOK INC COM	100.00	FACEBOOK INC COM	^	2,434.80
	FAIRCHILD SEMICONDUCTOR I	2,000.00	FAIRCHILD SEMICONDUCTOR INTL INC COM	^	29,020.00
	FASTENAL CORP COM	120.00	FASTENAL CORP COM	^	6,261.60

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(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	FASTENAL CORP COM	70.00	FASTENAL CORP COM	^	3,652.60
	FEDEX CORP COM	200.00	FEDEX CORP COM	^	19,268.00
	FIELDPOINT PRIVATE BANK &	17,500.00	FIELDPOINT PRIVATE BANK & TRUST COM	^	179,375.00
	FIRST REP BK SAN FRAN CAL	330.00	FIRST REP BK SAN FRAN CALIIF COM	^	12,262.80
	FIRST SOLAR INC COM	300.00	FIRST SOLAR INC COM	^	16,317.90
	FIRST SOLAR INC COM	15.00	FIRST SOLAR INC COM	^	815.90
	FLINT TELECOM GROUP INC C	19,137.00	FLINT TELECOM GROUP INC COM "REST"	^	5.74
	FLUOR CORP NEW COM	100.00	FLUOR CORP NEW COM	^	6,321.00
	FORD MOTOR CO DEL COM NEW	96.00	FORD MOTOR CO DEL COM NEW	^	1,505.28
	FORD MOTOR CO DEL COM NEW	103.37	FORD MOTOR CO DEL COM NEW	^	1,620.81
	FORD MOTOR CO DEL COM NEW	1,100.00	FORD MOTOR CO DEL COM NEW	^	17,248.00
	FOREST LABORATORIES INC C	150.00	FOREST LABORATORIES INC COM	^	5,962.50
	FORTINET INC COM	240.00	FORTINET INC COM	^	4,622.40
	FOSSIL INC COM	300.00	FOSSIL INC COM	^	31,860.00
	FRANKLIN RES INC COM	23.00	FRANKLIN RES INC COM	^	3,560.63
	FRANKLIN RES INC COM	175.00	FRANKLIN RES INC COM	^	27,091.75
	FREEPORT MCMORAN COPPER &	150.00	FREEPORT MCMORAN COPPER & GLD INC	^	4,657.50
	FREIGHTCAR AMERICA INC CO	20.00	FREIGHTCAR AMERICA INC COM	^	362.80
	FRONTIER COMMUNICATIONS C	24.00	FRONTIER COMMUNICATIONS CORP COM	^	99.48
	GAP INC COM	130.00	GAP INC COM	^	5,271.50
	GARRISON CAP INC COM	3,200.00	GARRISON CAP INC COM	^	49,504.00
	GEEKNET INC COM	50.00	GEEKNET INC COM	^	726.00
	GENERAL DYNAMICS CORP COM	450.00	GENERAL DYNAMICS CORP COM	^	34,695.00
	GENERAL ELECTRIC CO COM	2,062.34	GENERAL ELECTRIC CO COM	^	48,093.70
	GENERAL ELECTRIC CO COM	200.00	GENERAL ELECTRIC CO COM	^	4,664.00
	GENERAL ELECTRIC CO COM	2,000.00	GENERAL ELECTRIC CO COM	^	46,640.00
	GENERAL ELECTRIC CO COM	400.00	GENERAL ELECTRIC CO COM	^	9,328.00
	GENERAL ELECTRIC CO COM	190.00	GENERAL ELECTRIC CO COM	^	4,430.80
	GENERAL ELECTRIC CO COM	110.00	GENERAL ELECTRIC CO COM	^	2,565.20
	GENERAL ELECTRIC CO COM	1,000.00	GENERAL ELECTRIC CO COM	^	23,320.00
	GENUINE PARTS CO COM	280.00	GENUINE PARTS CO COM	^	21,767.20
	GEOSPACE TECHNOLOGIES COR	36.00	GEOSPACE TECHNOLOGIES CORP COM	^	3,126.96
	GILEAD SCIENCES INC COM	280.00	GILEAD SCIENCES INC COM	^	15,254.40
	GLAXOSMITHKLINE PLC SPONS	27.00	GLAXOSMITHKLINE PLC SPONS ADR	^	1,397.79
	GLAXOSMITHKLINE PLC SPONS	45.00	GLAXOSMITHKLINE PLC SPONS ADR	^	2,329.65
	GOLDCORP INC NEW COM	1,100.00	GOLDCORP INC NEW COM	^	32,021.00
	GOLDMAN SACHS GROUP INC C	600.00	GOLDMAN SACHS GROUP INC COM	^	97,248.00
	GOLDMAN SACHS GROUP INC C	140.00	GOLDMAN SACHS GROUP INC COM	^	22,691.20
	GOLDMAN SACHS GROUP INC C	188.39	GOLDMAN SACHS GROUP INC COM	^	30,534.58
	GOLDMAN SACHS GROUP INC C	50.00	GOLDMAN SACHS GROUP INC COM	^	8,104.00
	GOLDMAN SACHS GROUP INC C	49.41	GOLDMAN SACHS GROUP INC COM	^	8,009.18
	GOLDMAN SACHS GROUP INC C	100.00	GOLDMAN SACHS GROUP INC COM	^	16,208.00
	GOOGLE INC CL A	10.00	GOOGLE INC CL A	^	8,712.18
	GOOGLE INC CL A	80.00	GOOGLE INC CL A	^	69,697.44
	GOOGLE INC CL A	20.00	GOOGLE INC CL A	^	17,424.36
	GOOGLE INC CL A	3.00	GOOGLE INC CL A	^	2,613.65
	GOOGLE INC CL A	10.00	GOOGLE INC CL A	^	8,712.18
	GOOGLE INC CL A	7.00	GOOGLE INC CL A	^	6,098.53
	GOOGLE INC CL A	10.00	GOOGLE INC CL A	^	8,712.18
	GOOGLE INC CL A	10.00	GOOGLE INC CL A	^	8,712.18
	GOOGLE INC CL A	17.00	GOOGLE INC CL A	^	14,810.71

Paul, Hastings, Janofsky & Walker, LLP
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ATTACHMENT TO 2012 FORM 5500

SCHEDULE H PART IV, LINE 4(i) - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	GOOGLE INC CL A	20.00	GOOGLE INC CL A	^	17,424.36
	GOOGLE INC CL A	40.00	GOOGLE INC CL A	^	34,848.72
	GRAFTECH INTL LTD COM	300.00	GRAFTECH INTL LTD COM	^	2,517.00
	GRANITE CONSTR INC COM	207.00	GRANITE CONSTR INC COM	^	6,388.02
	GROUPE DANONE COM	60.00	GROUPE DANONE COM	^	4,412.10
	GRUPO TELEVISA SA DE CV S	70.00	GRUPO TELEVISA SA DE CV SPON ADR	^	1,825.60
	GSV CAP CORP COM	1,750.00	GSV CAP CORP COM	^	14,245.00
	GT ADVANCED TECHNOLOGIES	1,195.00	GT ADVANCED TECHNOLOGIES INC COM	^	5,317.75
	HALLIBURTON COMPANY COM	95.00	HALLIBURTON COMPANY COM	^	3,975.75
	HALLIBURTON COMPANY COM	475.00	HALLIBURTON COMPANY COM	^	19,878.75
	HARTFORD FINANCIAL SERVIC	1,680.00	HARTFORD FINANCIAL SERVICES GRP COM	^	51,458.40
	HARVEST NATURAL RESOURCES	2,000.00	HARVEST NATURAL RESOURCES INC COM	^	5,800.00
	HEALTH CARE PROPERTY INVT	405.00	HEALTH CARE PROPERTY INVTS REIT	^	19,188.90
	HEALTH CARE PROPERTY INVT	1,000.00	HEALTH CARE PROPERTY INVTS REIT	^	47,380.00
	HEALTHWAYS INC COM	160.00	HEALTHWAYS INC COM	^	2,152.00
	HEINZ H J CO COM *DLSTD*	600.00	HEINZ H J CO COM *DLSTD*	^	43,416.00
	HENRY JACK & ASSOC INC CO	500.00	HENRY JACK & ASSOC INC COM	^	23,465.00
	HESS CORP COM	320.00	HESS CORP COM	^	21,571.20
	HESS CORP COM	140.00	HESS CORP COM	^	9,437.40
	HILLENBRAND INC COM	1,500.00	HILLENBRAND INC COM	^	35,790.00
	HOME DEPOT INC COM	430.00	HOME DEPOT INC COM	^	33,823.80
	HOME DEPOT INC COM	425.00	HOME DEPOT INC COM	^	33,430.50
	HOME DEPOT INC COM	70.00	HOME DEPOT INC COM	^	5,506.20
	HOME DEPOT INC COM	1,000.00	HOME DEPOT INC COM	^	78,660.00
	HOMEAWAY INC COM	70.00	HOMEAWAY INC COM	^	2,140.60
	HOMEAWAY INC COM	40.00	HOMEAWAY INC COM	^	1,223.20
	HONDA MOTOR LTD SPONS ADR	60.00	HONDA MOTOR LTD SPONS ADR	^	2,254.20
	HONEYWELL INTL INC COM	1,000.00	HONEYWELL INTL INC COM	^	78,460.00
	HONEYWELL INTL INC COM	325.00	HONEYWELL INTL INC COM	^	25,499.50
	HONEYWELL INTL INC COM	100.00	HONEYWELL INTL INC COM	^	7,846.00
	HONEYWELL INTL INC COM	200.00	HONEYWELL INTL INC COM	^	15,692.00
	HONEYWELL INTL INC COM	300.00	HONEYWELL INTL INC COM	^	23,538.00
	HONG KONG & CHINA GAS LTD	1,126.00	HONG KONG & CHINA GAS LTD SPONS ADR	^	3,220.36
	HSBC HLDGS PLC SPONS ADR	25.00	HSBC HLDGS PLC SPONS ADR	^	1,371.50
	HURCO CO INC COM	22.00	HURCO CO INC COM	^	631.40
	HUTCHISON WHAMPOA LTD ADR	87.00	HUTCHISON WHAMPOA LTD ADR	^	1,834.83
	ICG GROUP COM	50.00	ICG GROUP COM	^	555.30
	ILLINOIS TOOL WORKS INC C	335.00	ILLINOIS TOOL WORKS INC COM	^	23,493.55
	ILLUMINA INC COM	190.00	ILLUMINA INC COM	^	13,360.80
	INBEV NV BREWS BEER COM	60.00	INBEV NV BREWS BEER COM	^	5,508.60
	ING GROEP N V SPONS ADR	80.00	ING GROEP N V SPONS ADR	^	744.00
	INTEGRYS ENERGY GROUP INC	900.00	INTEGRYS ENERGY GROUP INC COM	^	51,777.00
	INTEL CORP COM	1,648.73	INTEL CORP COM	^	40,031.21
	INTEL CORP COM	820.00	INTEL CORP COM	^	19,909.60
	INTEL CORP COM	500.00	INTEL CORP COM	^	12,140.00
	INTEL CORP COM	645.00	INTEL CORP COM	^	15,660.60
	INTEL CORP COM	325.00	INTEL CORP COM	^	7,891.00
	INTEL CORP COM	340.00	INTEL CORP COM	^	8,255.20
	INTEL CORP COM	1,000.00	INTEL CORP COM	^	24,280.00
	INTL BUSINESS MACHINES CO	400.00	INTL BUSINESS MACHINES CORP COM	^	83,208.00
	INTL BUSINESS MACHINES CO	379.14	INTL BUSINESS MACHINES CORP COM	^	78,868.49

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SCHEDULE H PART IV, LINE 4(i) - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	INTL BUSINESS MACHINES CO	300.00	INTL BUSINESS MACHINES CORP COM	^	62,406.00
	INTL BUSINESS MACHINES CO	85.00	INTL BUSINESS MACHINES CORP COM	^	17,681.70
	INTL BUSINESS MACHINES CO	60.00	INTL BUSINESS MACHINES CORP COM	^	12,481.20
	INTL BUSINESS MACHINES CO	25.00	INTL BUSINESS MACHINES CORP COM	^	5,200.50
	INTL BUSINESS MACHINES CO	35.00	INTL BUSINESS MACHINES CORP COM	^	7,280.70
	INTUITIVE SURGICAL INC CO	25.00	INTUITIVE SURGICAL INC COM	^	12,438.25
	INVESCO MORTGAGE CAPITAL	500.00	INVESCO MORTGAGE CAPITAL INC COM	^	9,325.00
	J C PENNEY INC COM	1,000.00	J C PENNEY INC COM	^	17,580.00
	JACOBS ENGINEERING GROUP	10.00	JACOBS ENGINEERING GROUP INC COM	^	570.10
	JDS UNIPHASE CORP COM	9.00	JDS UNIPHASE CORP COM	^	122.58
	JM SMUCKER CO/THE NEW COM	175.00	JM SMUCKER CO/THE NEW COM	^	17,668.00
	JOHN DEERE & CO COM	300.00	JOHN DEERE & CO COM	^	26,133.00
	JOHN WILEY & SONS INC CL	275.00	JOHN WILEY & SONS INC CL A	^	10,917.50
	JOHNSON & JOHNSON COM	682.98	JOHNSON & JOHNSON COM	^	57,493.17
	JOHNSON & JOHNSON COM	200.00	JOHNSON & JOHNSON COM	^	16,836.00
	JOHNSON & JOHNSON COM	600.00	JOHNSON & JOHNSON COM	^	50,508.00
	JOHNSON & JOHNSON COM	164.00	JOHNSON & JOHNSON COM	^	13,805.52
	JOHNSON & JOHNSON COM	225.00	JOHNSON & JOHNSON COM	^	18,940.50
	JOHNSON & JOHNSON COM	175.00	JOHNSON & JOHNSON COM	^	14,731.50
	JOHNSON & JOHNSON COM	110.00	JOHNSON & JOHNSON COM	^	9,259.80
	JOHNSON & JOHNSON COM	70.00	JOHNSON & JOHNSON COM	^	5,892.60
	JOHNSON & JOHNSON COM	5.00	JOHNSON & JOHNSON COM	^	420.90
	JOHNSON & JOHNSON COM	250.00	JOHNSON & JOHNSON COM	^	21,045.00
	JONES LANG LASALLE INC CO	50.00	JONES LANG LASALLE INC COM	^	4,591.50
	JOY GLOBAL INC COM	170.00	JOY GLOBAL INC COM	^	9,193.60
	JOY GLOBAL INC COM	90.00	JOY GLOBAL INC COM	^	4,867.20
	JPMORGAN CHASE & CO COM N	835.54	JPMORGAN CHASE & CO COM NEW	^	45,612.02
	JPMORGAN CHASE & CO COM N	100.00	JPMORGAN CHASE & CO COM NEW	^	5,459.00
	JPMORGAN CHASE & CO COM N	180.00	JPMORGAN CHASE & CO COM NEW	^	9,826.20
	JPMORGAN CHASE & CO COM N	290.00	JPMORGAN CHASE & CO COM NEW	^	15,831.10
	JPMORGAN CHASE & CO COM N	1,000.00	JPMORGAN CHASE & CO COM NEW	^	54,590.00
	JUNIPER NETWORKS INC COM	175.00	JUNIPER NETWORKS INC COM	^	3,102.75
	JUNIPER NETWORKS INC COM	590.00	JUNIPER NETWORKS INC COM	^	10,460.70
	JUNIPER NETWORKS INC COM	360.00	JUNIPER NETWORKS INC COM	^	6,382.80
	KANSAS CITY SOUTHERN COM	150.00	KANSAS CITY SOUTHERN COM	^	16,605.00
	KELLOGG CO COM	900.00	KELLOGG CO COM	^	55,845.00
	KILROY RLTY CORP REIT	100.00	KILROY RLTY CORP REIT	^	5,291.00
	KIMBERLY CLARK CORP COM	205.00	KIMBERLY CLARK CORP COM	^	19,850.15
	KINROSS GOLD CORP COM	1,900.00	KINROSS GOLD CORP COM	^	12,179.00
	KLA-TENCOR CORP COM	185.00	KLA-TENCOR CORP COM	^	10,413.65
	KONINKLIJKE AHOLD NV COM	100.00	KONINKLIJKE AHOLD NV COM	^	1,623.24
	KONINKLIJKE AHOLD SP ADR-	2,400.00	KONINKLIJKE AHOLD SP ADR-WI	^	39,168.00
	KONINKLIJKE PHILIPS N V	53.00	KONINKLIJKE PHILIPS N V	^	1,498.31
	KRAFT FOODS GROUP INC COM	46.00	KRAFT FOODS GROUP INC COM	^	2,535.98
	KRAFT FOODS GROUP INC COM	23.00	KRAFT FOODS GROUP INC COM	^	1,267.99
	KRAFT FOODS GROUP INC COM	300.00	KRAFT FOODS GROUP INC COM	^	16,539.00
	KRAFT FOODS GROUP INC COM	151.00	KRAFT FOODS GROUP INC COM	^	8,324.63
	KRAFT FOODS GROUP INC COM	41.00	KRAFT FOODS GROUP INC COM	^	2,260.33
	KRAFT FOODS GROUP INC COM	90.00	KRAFT FOODS GROUP INC COM	^	4,961.70
	KRAFT FOODS GROUP INC COM	50.00	KRAFT FOODS GROUP INC COM	^	2,756.50
	KRAFT FOODS GROUP INC COM	333.00	KRAFT FOODS GROUP INC COM	^	18,358.29

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AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	KRISPY KREME DOUGHNUTS IN	59.00	KRISPY KREME DOUGHNUTS INC COM	^	1,021.88
	KUBOTA LTD SPONS ADR	225.00	KUBOTA LTD SPONS ADR	^	16,850.25
	L-3 COMMUNICATIONS HLDGS	40.00	L-3 COMMUNICATIONS HLDGS INC COM	^	3,403.60
	LAM RESEARCH CORP COM	168.00	LAM RESEARCH CORP COM	^	7,859.04
	LASALLE HOTEL PROPERTIES	46.00	LASALLE HOTEL PROPERTIES REIT	^	1,214.40
	LENNAR CORP CL A	400.00	LENNAR CORP CL A	^	15,728.00
	LEXINGTON REALTY TRUST RE	3,367.00	LEXINGTON REALTY TRUST REIT	^	42,390.53
	LIBERTY GLOBAL INC CL A	23.00	LIBERTY GLOBAL INC CL A	^	1,695.10
	LIBERTY INTERACTIVE CORP	400.00	LIBERTY INTERACTIVE CORP COM SER A	^	8,980.00
	LIBERTY SPINCO INC-A COM	257.00	LIBERTY SPINCO INC-A COM	^	32,089.02
	LIBERTY VENTURES SER A CO	20.00	LIBERTY VENTURES SER A COM	^	1,631.40
	LINKEDIN CORP CL A COM	100.00	LINKEDIN CORP CL A COM	^	16,753.00
	LINKEDIN CORP CL A COM	10.00	LINKEDIN CORP CL A COM	^	1,675.30
	LINKEDIN CORP CL A COM	10.00	LINKEDIN CORP CL A COM	^	1,675.30
	LOCKHEED MARTIN CORP COM	400.00	LOCKHEED MARTIN CORP COM	^	42,332.00
	LONE PINE RES INC COM	714.00	LONE PINE RES INC COM	^	476.81
	LSI CORPORATION COM	10.00	LSI CORPORATION COM	^	74.10
	LSI CORPORATION COM	4.00	LSI CORPORATION COM	^	29.64
	LSI CORPORATION COM	6.00	LSI CORPORATION COM	^	44.46
	M & T BANK CORP COM	50.00	M & T BANK CORP COM	^	5,245.00
	MAGNA INTERNATIONAL INC	100.00	MAGNA INTERNATIONAL INC	^	6,662.00
	MANITOWOC INC COM	1,000.00	MANITOWOC INC COM	^	21,010.00
	MARATHON OIL CORP COM	100.00	MARATHON OIL CORP COM	^	3,439.00
	MARATHON PETE CORP COM	50.00	MARATHON PETE CORP COM	^	4,125.00
	MARKEL CORP COM	12.00	MARKEL CORP COM	^	6,274.68
	MARKEL CORP COM	50.00	MARKEL CORP COM	^	26,144.50
	MARRIOTT VACATIONS WRLDWD	700.00	MARRIOTT VACATIONS WRLDWDE CORP COM	^	30,975.00
	MASTERCARD INC CL A COM	96.00	MASTERCARD INC CL A COM	^	54,744.00
	MASTERCARD INC CL A COM	20.00	MASTERCARD INC CL A COM	^	11,405.00
	MCDERMOTT INTL INC COM	20.00	MCDERMOTT INTL INC COM	^	191.00
	MCDONALDS CORP COM	165.00	MCDONALDS CORP COM	^	15,934.05
	MCDONALDS CORP COM	200.00	MCDONALDS CORP COM	^	19,314.00
	MCGRAW HILL FINANCIAL INC	140.00	MCGRAW HILL FINANCIAL INC	^	7,637.00
	MCGRAW HILL FINANCIAL INC	70.00	MCGRAW HILL FINANCIAL INC	^	3,818.50
	MCKESSON CORP COM	155.00	MCKESSON CORP COM	^	17,648.30
	MEDTRONIC INC COM	300.00	MEDTRONIC INC COM	^	15,303.00
	MERCK & CO INC NEW COM	200.00	MERCK & CO INC NEW COM	^	9,340.00
	MERCK & CO INC NEW COM	170.00	MERCK & CO INC NEW COM	^	7,939.00
	MERCK & CO INC NEW COM	576.00	MERCK & CO INC NEW COM	^	26,899.20
	MESABI TR COM	1,185.00	MESABI TR COM	^	24,019.95
	METALICO INC COM	2,000.00	METALICO INC COM	^	2,880.00
	METLIFE INC COM	400.00	METLIFE INC COM	^	17,684.00
	METTLER-TOLEDO INTL INC C	30.00	METTLER-TOLEDO INTL INC COM	^	6,547.80
	MGIC INVT CORP WIS COM	100.00	MGIC INVT CORP WIS COM	^	618.00
	MICROS SYSTEMS INC COM	100.00	MICROS SYSTEMS INC COM	^	4,220.00
	MICROS SYSTEMS INC COM	60.00	MICROS SYSTEMS INC COM	^	2,532.00
	MICROSOFT CORP COM	714.00	MICROSOFT CORP COM	^	24,918.60
	MICROSOFT CORP COM	440.00	MICROSOFT CORP COM	^	15,356.00
	MICROSOFT CORP COM	325.00	MICROSOFT CORP COM	^	11,342.50
	MICROSOFT CORP COM	2,000.00	MICROSOFT CORP COM	^	69,800.00
	MICROSOFT CORP COM	1,100.00	MICROSOFT CORP COM	^	38,390.00

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(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	MIDDLEBY CORP COM	20.00	MIDDLEBY CORP COM	^	3,269.80
	MIDDLEBY CORP COM	100.00	MIDDLEBY CORP COM	^	16,349.00
	MITSUBISHI UFJ FINANCIAL	300.00	MITSUBISHI UFJ FINANCIAL GROUP ADR	^	1,782.00
	MODUSLINK GLOBAL SOLUTION	1.00	MODUSLINK GLOBAL SOLUTIONS I COM	^	2.87
	MONDELEZ INTERNATIONAL IN	138.00	MONDELEZ INTERNATIONAL INC-A COM	^	4,067.55
	MONDELEZ INTERNATIONAL IN	72.42	MONDELEZ INTERNATIONAL INC-A COM	^	2,134.61
	MONDELEZ INTERNATIONAL IN	455.00	MONDELEZ INTERNATIONAL INC-A COM	^	13,411.13
	MONDELEZ INTERNATIONAL IN	125.00	MONDELEZ INTERNATIONAL INC-A COM	^	3,684.38
	MONDELEZ INTERNATIONAL IN	1,000.00	MONDELEZ INTERNATIONAL INC-A COM	^	29,475.00
	MONSANTO CO NEW COM	120.00	MONSANTO CO NEW COM	^	12,076.80
	MONSANTO CO NEW COM	60.00	MONSANTO CO NEW COM	^	6,038.40
	MORGAN STANLEY DEAN WITTE	50.43	MORGAN STANLEY DEAN WITTER & CO COM	^	1,306.03
	MORGAN STANLEY DEAN WITTE	300.00	MORGAN STANLEY DEAN WITTER & CO COM	^	7,770.00
	MOTOROLA SOLUTIONS INC CO	500.00	MOTOROLA SOLUTIONS INC COM	^	28,980.00
	MPTV INC COM *DELISTED	2,000.00	MPTV INC COM *DELISTED	^	0.00
	MSCI INC-A COM	130.00	MSCI INC-A COM	^	4,581.20
	MSCI INC-A COM	70.00	MSCI INC-A COM	^	2,466.80
	MURPHY OIL CORP COM	9.00	MURPHY OIL CORP COM	^	569.88
	MYLAN INC	320.00	MYLAN INC	^	9,753.60
	MYRIAD GENETICS INC COM	190.00	MYRIAD GENETICS INC COM	^	6,099.00
	MYRIAD GENETICS INC COM	100.00	MYRIAD GENETICS INC COM	^	3,210.00
	NASDAQ OMX GROUP	430.00	NASDAQ OMX GROUP	^	13,527.80
	NASDAQ OMX GROUP	120.00	NASDAQ OMX GROUP	^	3,775.20
	NATIONAL BANK OF GREECE E	15.00	NATIONAL BANK OF GREECE ESC ADR	^	0.00
	NATIONAL BK GREECE S A SP	1.50	NATIONAL BK GREECE S A SPONS ADR	^	10.83
	NATIONAL OILWELL VARCO IN	175.00	NATIONAL OILWELL VARCO INC COM	^	12,302.50
	NATIONAL OILWELL VARCO IN	50.00	NATIONAL OILWELL VARCO INC COM	^	3,515.00
	NATIONAL OILWELL VARCO IN	210.00	NATIONAL OILWELL VARCO INC COM	^	14,763.00
	NATIONAL OILWELL VARCO IN	750.00	NATIONAL OILWELL VARCO INC COM	^	52,725.00
	NATIONAL PRESTO INDS INC	100.00	NATIONAL PRESTO INDS INC COM	^	7,693.00
	NAVAGATE, INC COM	150,000.00	NAVAGATE, INC COM	^	45,000.00
	NESTLE S A SPONS ADR	1,125.00	NESTLE S A SPONS ADR	^	74,610.00
	NESTLE S A SPONS ADR	260.00	NESTLE S A SPONS ADR	^	17,243.20
	NESTLE S A SPONS ADR	55.00	NESTLE S A SPONS ADR	^	3,647.60
	NESTLE S A SPONS ADR	25.00	NESTLE S A SPONS ADR	^	1,658.00
	NESTLE SA COM	40.00	NESTLE SA COM	^	2,644.85
	NETFLIX.COM INC COM	200.00	NETFLIX.COM INC COM	^	45,250.00
	NEW RESIDENTIAL INVT CORP	3,000.00	NEW RESIDENTIAL INVT CORP REIT	^	20,520.00
	NEWCASTLE INVT CORP REIT	3,000.00	NEWCASTLE INVT CORP REIT	^	15,180.00
	NEWMARKET CORP COM	40.00	NEWMARKET CORP COM	^	10,969.60
	NEWS CORP CL A	48.00	NEWS CORP CL A	^	1,541.28
	NEWS CORP CL A	170.00	NEWS CORP CL A	^	5,458.70
	NEWS CORP CL A	90.00	NEWS CORP CL A	^	2,889.90
	NEWS CORP CL B	190.00	NEWS CORP CL B	^	6,125.60
	NIPPON TELEGRAPH & TELE C	150.00	NIPPON TELEGRAPH & TELE CORP ADR	^	3,714.00
	NOKIA CORP SPONS ADR	90.00	NOKIA CORP SPONS ADR	^	309.60
	NOKIA CORP SPONS ADR	200.00	NOKIA CORP SPONS ADR	^	688.00
	NOMURA HOLDINGS INC SPONS	125.00	NOMURA HOLDINGS INC SPONS ADR	^	967.50
	NORDIC AMERICAN TANKERS L	100.00	NORDIC AMERICAN TANKERS LIMITED	^	838.00
	NORTEL NETWORKS CP COM	1,038.00	NORTEL NETWORKS CP COM	^	10.38
	NOVARTIS AG SPONS ADR	255.00	NOVARTIS AG SPONS ADR	^	18,298.80

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ATTACHMENT TO 2012 FORM 5500

SCHEDULE H PART IV, LINE 4(i) - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	NOVARTIS AG SPONS ADR	160.00	NOVARTIS AG SPONS ADR	^	11,481.60
	NOVARTIS AG SPONS ADR	200.00	NOVARTIS AG SPONS ADR	^	14,352.00
	NOVO-NORDISK A S ADR	25.00	NOVO-NORDISK A S ADR	^	4,027.50
	NU SKIN ENTERPRISES INC C	280.00	NU SKIN ENTERPRISES INC CL A COM	^	16,464.00
	NUCOR CORP COM	50.00	NUCOR CORP COM	^	2,225.50
	NVIDIA CORP COM	264.00	NVIDIA CORP COM	^	3,820.08
	NVIDIA CORP COM	260.00	NVIDIA CORP COM	^	3,762.20
	OCCIDENTAL PETROLEUM CORP	150.00	OCCIDENTAL PETROLEUM CORP COM	^	13,810.50
	OCCIDENTAL PETROLEUM CORP	100.00	OCCIDENTAL PETROLEUM CORP COM	^	9,207.00
	OCCIDENTAL PETROLEUM CORP	350.00	OCCIDENTAL PETROLEUM CORP COM	^	32,224.50
	OCEAN RIG UDW INC COM	7.00	OCEAN RIG UDW INC COM	^	121.87
	O'CONNOR MULTI-STRATEGY F	350,000.00	O'CONNOR MULTI-STRATEGY FUND COM	^	350,000.00
	OMEROS CORP COM	4,325.00	OMEROS CORP COM	^	22,922.50
	ORACLE CORP COM	9.80	ORACLE CORP COM	^	331.11
	ORACLE CORP COM	400.00	ORACLE CORP COM	^	13,512.00
	ORACLE CORP COM	135.00	ORACLE CORP COM	^	4,560.30
	ORCHARD SUPPLY HARDWARE-C	2.00	ORCHARD SUPPLY HARDWARE-CL A COM	^	4.74
	ORIX CORP COM	200.00	ORIX CORP COM	^	2,731.37
	OXFORD INDS INC COM	1,500.00	OXFORD INDS INC COM	^	98,535.00
	PACCAR INC COM	40.00	PACCAR INC COM	^	2,144.00
	PALL CORP COM	100.00	PALL CORP COM	^	6,820.00
	PALL CORP COM	100.00	PALL CORP COM	^	6,820.00
	PALL CORP COM	50.00	PALL CORP COM	^	3,410.00
	PEABODY ENERGY CORP COM	180.00	PEABODY ENERGY CORP COM	^	3,540.60
	PEABODY ENERGY CORP COM	100.00	PEABODY ENERGY CORP COM	^	1,967.00
	PENSKE AUTO GROUP INC COM	50.00	PENSKE AUTO GROUP INC COM	^	1,605.50
	PENTAIR LTD COM	29.00	PENTAIR LTD COM	^	1,688.96
	PENTAIR LTD COM	89.00	PENTAIR LTD COM	^	5,183.36
	PEPSICO INC COM	525.00	PEPSICO INC COM	^	42,404.25
	PEPSICO INC COM	153.00	PEPSICO INC COM	^	12,357.81
	PEPSICO INC COM	235.00	PEPSICO INC COM	^	18,980.95
	PEPSICO INC COM	75.00	PEPSICO INC COM	^	6,057.75
	PETROLEO BRASILEIRO SA PE	130.00	PETROLEO BRASILEIRO SA PETROBRAS ADR	^	2,423.20
	PETROLEO BRASILEIRO SA PE	70.00	PETROLEO BRASILEIRO SA PETROBRAS ADR	^	1,304.80
	PFIZER INC COM	215.00	PFIZER INC COM	^	5,854.45
	PFIZER INC COM	780.00	PFIZER INC COM	^	21,239.40
	PFIZER INC COM	482.00	PFIZER INC COM	^	13,124.86
	PFIZER INC COM	2,000.00	PFIZER INC COM	^	54,460.00
	PHILIP MORRIS INTL INC CO	300.00	PHILIP MORRIS INTL INC COM	^	27,273.00
	PHILIP MORRIS INTL INC CO	270.00	PHILIP MORRIS INTL INC COM	^	24,545.70
	PHILIP MORRIS INTL INC CO	107.91	PHILIP MORRIS INTL INC COM	^	9,809.73
	PHILIP MORRIS INTL INC CO	116.00	PHILIP MORRIS INTL INC COM	^	10,545.56
	PHILIP MORRIS INTL INC CO	225.00	PHILIP MORRIS INTL INC COM	^	20,454.75
	PHILIP MORRIS INTL INC CO	100.00	PHILIP MORRIS INTL INC COM	^	9,091.00
	PHILLIPS 66 COM	110.00	PHILLIPS 66 COM	^	7,322.70
	PLUM CREEK TIMBER CO INC	100.00	PLUM CREEK TIMBER CO INC REIT	^	4,770.00
	PORTFOLIO RECOVERY ASSOCS	22.00	PORTFOLIO RECOVERY ASSOCS INC COM	^	3,349.94
	POSCO SPONS ADR	20.00	POSCO SPONS ADR	^	1,413.00
	POTASH CORP SASK INC COM	1,200.00	POTASH CORP SASK INC COM	^	50,424.00
	POTASH CORP SASK INC COM	300.00	POTASH CORP SASK INC COM	^	12,606.00
	PRICELINE.COM INC COM NEW	125.00	PRICELINE.COM INC COM NEW	^	100,491.25

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AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	PROCTER & GAMBLE CO COM	604.60	PROCTER & GAMBLE CO COM	^	46,408.79
	PROCTER & GAMBLE CO COM	700.00	PROCTER & GAMBLE CO COM	^	53,732.00
	PROCTER & GAMBLE CO COM	1,589.00	PROCTER & GAMBLE CO COM	^	121,971.64
	PROCTER & GAMBLE CO COM	98.25	PROCTER & GAMBLE CO COM	^	7,541.52
	PROCTER & GAMBLE CO COM	100.00	PROCTER & GAMBLE CO COM	^	7,676.00
	PROCTER & GAMBLE CO COM	225.00	PROCTER & GAMBLE CO COM	^	17,271.00
	PROCTER & GAMBLE CO COM	75.00	PROCTER & GAMBLE CO COM	^	5,757.00
	PROCTER & GAMBLE CO COM	487.00	PROCTER & GAMBLE CO COM	^	37,382.12
	PROLOGIS INC REIT	4,675.89	PROLOGIS INC REIT	^	188,438.45
	PROLOGIS INC REIT	545.00	PROLOGIS INC REIT	^	21,963.50
	PROVIDENCE SVC CORP COM	2,000.00	PROVIDENCE SVC CORP COM	^	52,720.00
	PRUDENTIAL FINANCIAL INC	255.00	PRUDENTIAL FINANCIAL INC COM	^	17,587.35
	PULTE GROUP INC	1,000.00	PULTE GROUP INC	^	21,590.00
	QIAGEN N V ADR	310.00	QIAGEN N V ADR	^	5,790.80
	QIAGEN N V ADR	150.00	QIAGEN N V ADR	^	2,802.00
	QUALCOMM INC COM	849.88	QUALCOMM INC COM	^	53,950.57
	QUALCOMM INC COM	900.00	QUALCOMM INC COM	^	57,132.00
	QUALCOMM INC COM	200.00	QUALCOMM INC COM	^	12,696.00
	QUALCOMM INC COM	55.00	QUALCOMM INC COM	^	3,491.40
	QUALCOMM INC COM	190.00	QUALCOMM INC COM	^	12,061.20
	QUALCOMM INC COM	100.00	QUALCOMM INC COM	^	6,348.00
	QUALCOMM INC COM	270.00	QUALCOMM INC COM	^	17,139.60
	QUANTA SERVICES INC SBI	350.00	QUANTA SERVICES INC SBI	^	9,929.50
	QUEST DIAGNOSTICS INC COM	185.00	QUEST DIAGNOSTICS INC COM	^	11,440.40
	QUESTAR CORP COM	790.00	QUESTAR CORP COM	^	19,204.90
	QUIMICA Y MINERA CHIL-SP	150.00	QUIMICA Y MINERA CHIL-SP ADR	^	6,964.50
	RANGE RESOURSES CORP COM	50.00	RANGE RESOURSES CORP COM	^	3,759.00
	RANGE RESOURSES CORP COM	30.00	RANGE RESOURSES CORP COM	^	2,255.40
	RANGE RESOURSES CORP COM	350.00	RANGE RESOURSES CORP COM	^	26,313.00
	RAYTHEON CO COM NEW	75.00	RAYTHEON CO COM NEW	^	4,998.00
	REGENERON PHARMACEUTICALS	200.00	REGENERON PHARMACEUTICALS INC COM	^	48,376.00
	RESEARCH IN MOTION LTD CO	200.00	RESEARCH IN MOTION LTD COM	^	2,791.00
	RESEARCH IN MOTION LTD CO	17.00	RESEARCH IN MOTION LTD COM	^	237.24
	RIO TINTO PLC SPONS ADR	16.00	RIO TINTO PLC SPONS ADR	^	683.52
	RIVERBED TECHNOLOGY INC C	560.00	RIVERBED TECHNOLOGY INC COM	^	8,657.60
	RIVERBED TECHNOLOGY INC C	290.00	RIVERBED TECHNOLOGY INC COM	^	4,483.40
	ROBERT HALF INTL INC COM	25.00	ROBERT HALF INTL INC COM	^	869.00
	ROCHE HOLDINGS LTD SPONS	45.00	ROCHE HOLDINGS LTD SPONS ADR	^	2,805.30
	ROCHE HOLDINGS LTD SPONS	300.00	ROCHE HOLDINGS LTD SPONS ADR	^	18,702.00
	ROFIN SINAR TECHNOLOGIES	34.00	ROFIN SINAR TECHNOLOGIES INC COM	^	909.84
	ROSS STORES INC COM	230.00	ROSS STORES INC COM	^	14,793.14
	ROYAL DUTCH SHELL PLC ADR	225.00	ROYAL DUTCH SHELL PLC ADR CL A	^	14,933.25
	SALESFORCE.COM INC COM	1,200.00	SALESFORCE.COM INC COM	^	50,796.00
	SANDISK CORP COM	150.00	SANDISK CORP COM	^	8,853.00
	SANDISK CORP COM	300.00	SANDISK CORP COM	^	17,706.00
	SANOFI SA RTS	75.00	SANOFI SA RTS	^	140.25
	SANOFI SPONSORED ADR	150.00	SANOFI SPONSORED ADR	^	7,963.50
	SAP AG-SPONSORED ADR	50.00	SAP AG-SPONSORED ADR	^	3,672.00
	SCHLUMBERGER LTD N A ADR	1,000.00	SCHLUMBERGER LTD N A ADR	^	73,030.00
	SCHLUMBERGER LTD N A ADR	30.00	SCHLUMBERGER LTD N A ADR	^	2,190.90
	SCHLUMBERGER LTD N A ADR	100.00	SCHLUMBERGER LTD N A ADR	^	7,303.00

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AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	SCHLUMBERGER LTD N A ADR	60.00	SCHLUMBERGER LTD N A ADR	^	4,381.80
	SCHLUMBERGER LTD N A ADR	200.00	SCHLUMBERGER LTD N A ADR	^	14,606.00
	SCHLUMBERGER LTD N A ADR	200.00	SCHLUMBERGER LTD N A ADR	^	14,606.00
	SCHLUMBERGER LTD N A ADR	250.00	SCHLUMBERGER LTD N A ADR	^	18,257.50
	SCHWAB CHARLES CORP COM	150.00	SCHWAB CHARLES CORP COM	^	2,979.00
	SCIENT INC COM *DLSTD*	7.00	SCIENT INC COM *DLSTD*	^	0.00
	SEAGATE TECHNOLOGY COM	175.00	SEAGATE TECHNOLOGY COM	^	7,539.00
	SEARS CANADA INC COM	19.00	SEARS CANADA INC COM	^	166.40
	SEARS HOLDINGS CORP COM	46.00	SEARS HOLDINGS CORP COM	^	2,246.18
	SHIRE PLC ADR	30.00	SHIRE PLC ADR	^	2,954.10
	SIEMENS A G SPONS ADR	145.00	SIEMENS A G SPONS ADR	^	15,239.50
	SIEMENS AG COM	60.00	SIEMENS AG COM	^	6,345.99
	SILVER BAY REALTY TRUST C	73.00	SILVER BAY REALTY TRUST CORP REIT	^	1,301.59
	SIRIUS XM RADIO INC COM	7,500.00	SIRIUS XM RADIO INC COM	^	26,137.50
	SK TELECOM LTD SPONS ADR	90.00	SK TELECOM LTD SPONS ADR	^	1,827.00
	SMITH & NEPHEW P L C SPON	30.00	SMITH & NEPHEW P L C SPONS ADR	^	1,750.20
	SOUTHERN COMPANY COM	1,100.00	SOUTHERN COMPANY COM	^	48,290.00
	SOUTHERN CONN BANCORP INC	6,515.00	SOUTHERN CONN BANCORP INC COM	^	24,691.85
	SOUTHERN COPPER CORP COM	86.00	SOUTHERN COPPER CORP COM	^	2,678.90
	SOUTHERN COPPER CORP COM	540.00	SOUTHERN COPPER CORP COM	^	16,821.00
	SOUTHWESTERN ENERGY CO CO	350.00	SOUTHWESTERN ENERGY CO COM	^	13,191.50
	SOUTHWESTERN ENERGY CO CO	900.00	SOUTHWESTERN ENERGY CO COM	^	33,921.00
	SPATIALIZER AUDIO LABS IN	400.00	SPATIALIZER AUDIO LABS INC COM	^	6.00
	SPIRIT AIRLS INC COM	250.00	SPIRIT AIRLS INC COM	^	7,607.50
	SPIRIT AIRLS INC COM	130.00	SPIRIT AIRLS INC COM	^	3,955.90
	SPOT MOBILE INTL LTD COM	167.00	SPOT MOBILE INTL LTD COM	^	3.34
	SPRINT NEXTEL CORP COM	1,000.00	SPRINT NEXTEL CORP COM	^	7,300.00
	SSE PLC SPON ADR	700.00	SSE PLC SPON ADR	^	16,527.00
	STAR SCIENTIFIC INC COM	4,100.00	STAR SCIENTIFIC INC COM	^	6,109.00
	STARBUCKS CORP COM	108.48	STARBUCKS CORP COM	^	6,849.36
	STARBUCKS CORP COM	150.00	STARBUCKS CORP COM	^	9,471.00
	STARBUCKS CORP COM	725.00	STARBUCKS CORP COM	^	45,776.50
	STARZ SERIES A COMMON STO	257.00	STARZ SERIES A COMMON STOCK	^	5,931.56
	STARZ SERIES A COMMON STO	250.00	STARZ SERIES A COMMON STOCK	^	5,770.00
	STARZ SERIES A COMMON STO	130.00	STARZ SERIES A COMMON STOCK	^	3,000.40
	STATE STREET CORP COM	75.00	STATE STREET CORP COM	^	4,963.50
	STEWART ENTERPRISES INC C	400.00	STEWART ENTERPRISES INC CL A	^	5,200.00
	STRATASYS LTD COM	32.00	STRATASYS LTD COM	^	2,689.60
	SUNCOR ENERGY INC COM	800.00	SUNCOR ENERGY INC COM	^	24,248.00
	SUNPOWER CORP COM	100.00	SUNPOWER CORP COM	^	1,931.00
	SUNTECH PWR HLDGS CO LTD	50.00	SUNTECH PWR HLDGS CO LTD ADR	^	52.00
	SYNGENTA AG- REG COM	10.00	SYNGENTA AG- REG COM	^	3,918.30
	SYNOVUS FINL CORP COM	100.00	SYNOVUS FINL CORP COM	^	274.00
	TAIWAN SEMICONDUCTOR MFG	1,185.00	TAIWAN SEMICONDUCTOR MFG CO LTD ADR	^	22,112.10
	TAIWAN SEMICONDUCTOR MFG	431.00	TAIWAN SEMICONDUCTOR MFG CO LTD ADR	^	8,042.46
	TARGET CORP COM	140.00	TARGET CORP COM	^	9,730.00
	TE CONNECTIVITY LTD COM	123.00	TE CONNECTIVITY LTD COM	^	5,459.97
	TE CONNECTIVITY LTD COM	375.00	TE CONNECTIVITY LTD COM	^	16,646.25
	TECO ENERGY INC COM	570.00	TECO ENERGY INC COM	^	10,037.70
	TELEFONICA DE ESPANA SA S	80.00	TELEFONICA DE ESPANA SA SPONS ADR	^	1,092.00
	TELEFONICA DE ESPANA SA S	3,460.00	TELEFONICA DE ESPANA SA SPONS ADR	^	47,229.00

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(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	TELENOR ASA ORD NOK6 COM	230.00	TELENOR ASA ORD NOK6 COM	^	4,838.03
	TERADATA CORP COM	300.00	TERADATA CORP COM	^	16,725.00
	TESCO PLC SPONS ADR	70.00	TESCO PLC SPONS ADR	^	1,174.60
	TESLA MTRS INC COM	500.00	TESLA MTRS INC COM	^	48,880.00
	TEVA PHARMACEUTICAL IND L	100.00	TEVA PHARMACEUTICAL IND LTD SPON ADR	^	3,820.00
	TEXAS INSTRUMENTS INC COM	440.00	TEXAS INSTRUMENTS INC COM	^	15,800.40
	THE ADT CORPORATION COM	350.00	THE ADT CORPORATION COM	^	14,206.50
	THE ADT CORPORATION COM	62.00	THE ADT CORPORATION COM	^	2,516.58
	THE MADISON SQUARE GARDEN	50.00	THE MADISON SQUARE GARDEN CO	^	2,926.50
	THE MOSAIC CO COM	165.00	THE MOSAIC CO COM	^	10,035.30
	THE TRAVELERS COMPANIES I	280.00	THE TRAVELERS COMPANIES INC COM	^	23,441.60
	THE TRAVELERS COMPANIES I	130.00	THE TRAVELERS COMPANIES INC COM	^	10,883.60
	THE TRAVELERS COMPANIES I	300.00	THE TRAVELERS COMPANIES INC COM	^	25,116.00
	THERMO FISHER CORP COM	650.00	THERMO FISHER CORP COM	^	57,395.00
	THERMO FISHER CORP COM	150.00	THERMO FISHER CORP COM	^	13,245.00
	TIME WARNER CABLE INC COM	8.00	TIME WARNER CABLE INC COM	^	764.08
	TIME WARNER CABLE INC COM	183.00	TIME WARNER CABLE INC COM	^	17,478.33
	TIME WARNER CABLE INC COM	34.00	TIME WARNER CABLE INC COM	^	3,247.34
	TIME WARNER INC COM	33.00	TIME WARNER INC COM	^	1,926.21
	TIME WARNER INC COM	729.00	TIME WARNER INC COM	^	42,551.73
	TIME WARNER INC COM	455.00	TIME WARNER INC COM	^	26,558.35
	TIME WARNER INC COM	136.00	TIME WARNER INC COM	^	7,938.32
	TIME WARNER INC COM	150.00	TIME WARNER INC COM	^	8,755.50
	TIME WARNER INC COM	80.00	TIME WARNER INC COM	^	4,669.60
	TIVO INC COM	2,000.00	TIVO INC COM	^	25,880.00
	TORONTO DOMINION BANK COM	200.00	TORONTO DOMINION BANK COM	^	16,170.00
	TOTAL S A SPONS ADR	315.00	TOTAL S A SPONS ADR	^	15,702.75
	TOTAL S A SPONS ADR	20.00	TOTAL S A SPONS ADR	^	997.00
	TOYOTA MOTOR CORP SPONS A	300.00	TOYOTA MOTOR CORP SPONS ADR	^	35,265.00
	TOYOTA MOTOR CORP SPONS A	140.00	TOYOTA MOTOR CORP SPONS ADR	^	16,457.00
	TOYOTA MOTOR CORP SPONS A	40.00	TOYOTA MOTOR CORP SPONS ADR	^	4,702.00
	TOYOTA MOTOR CORP SPONS A	20.00	TOYOTA MOTOR CORP SPONS ADR	^	2,351.00
	TOYOTA MOTOR CORP SPONS A	300.00	TOYOTA MOTOR CORP SPONS ADR	^	35,265.00
	TRANSOCEAN LTD COM	23.00	TRANSOCEAN LTD COM	^	1,155.29
	TRANSOCEAN LTD COM	69.00	TRANSOCEAN LTD COM	^	3,465.87
	TREND MICRO INC SPONS ADR	50.00	TREND MICRO INC SPONS ADR	^	1,527.00
	TRIPADVISOR INC COM	75.00	TRIPADVISOR INC COM	^	4,836.75
	TUTOR PERINI CORP COM	25.00	TUTOR PERINI CORP COM	^	463.00
	TWO HBRS INVT CORP REIT	1,500.00	TWO HBRS INVT CORP REIT	^	16,545.00
	TYCO INTERNATIONAL LTD CO	125.00	TYCO INTERNATIONAL LTD COM	^	4,226.25
	UBS AG COM	108.00	UBS AG COM	^	1,893.24
	UNDER ARMOUR INC CL A	86.00	UNDER ARMOUR INC CL A	^	5,332.00
	UNILEVER NV-NY SHS SPONS	1,200.00	UNILEVER NV-NY SHS SPONS ADR	^	48,936.00
	UNILEVER NV-NY SHS SPONS	550.00	UNILEVER NV-NY SHS SPONS ADR	^	22,429.00
	UNILEVER PLC SPONS ADR NE	450.00	UNILEVER PLC SPONS ADR NEW	^	18,904.50
	UNILEVER PLC SPONS ADR NE	175.00	UNILEVER PLC SPONS ADR NEW	^	7,351.75
	UNILEVER PLC SPONS ADR NE	170.00	UNILEVER PLC SPONS ADR NEW	^	7,141.70
	UNILEVER PLC SPONS ADR NE	90.00	UNILEVER PLC SPONS ADR NEW	^	3,780.90
	UNION PACIFIC CORP COM	100.00	UNION PACIFIC CORP COM	^	15,462.00
	UNION PACIFIC CORP COM	75.00	UNION PACIFIC CORP COM	^	11,596.50
	UNION PACIFIC CORP COM	200.00	UNION PACIFIC CORP COM	^	30,924.00

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SCHEDULE H PART IV, LINE 4(i) - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	UNITED OVERSEAS BANK LTD	70.00	UNITED OVERSEAS BANK LTD SPONS ADR	^	2,367.40
	UNITED PARCEL SERVICE CL	268.00	UNITED PARCEL SERVICE CL B	^	23,021.20
	UNITED PARCEL SERVICE CL	80.00	UNITED PARCEL SERVICE CL B	^	6,872.00
	UNITED TECHNOLOGIES CORP	90.00	UNITED TECHNOLOGIES CORP COM	^	8,541.00
	UNITEDHEALTH GROUP INC CO	225.00	UNITEDHEALTH GROUP INC COM	^	14,091.75
	UNITEDHEALTH GROUP INC CO	200.00	UNITEDHEALTH GROUP INC COM	^	12,526.00
	UNIVERSAL HEALTH SERVICES	40.00	UNIVERSAL HEALTH SERVICES INC CL B	^	2,765.60
	UNIVERSAL HEALTH SERVICES	20.00	UNIVERSAL HEALTH SERVICES INC CL B	^	1,382.80
	UNIVERSAL TECHNICAL INST	50.00	UNIVERSAL TECHNICAL INST INC COM	^	589.00
	US BANCORP DEL COM NEW	1,002.38	US BANCORP DEL COM NEW	^	35,143.58
	US BANCORP DEL COM NEW	260.00	US BANCORP DEL COM NEW	^	9,115.60
	USA SYNTHETIC FUEL CORP C	2.00	USA SYNTHETIC FUEL CORP COM	^	1.30
	VALUECLICK INC COM	370.00	VALUECLICK INC COM	^	9,753.20
	VENTRUS BIOSCIENCES INC C	2,175.00	VENTRUS BIOSCIENCES INC COM	^	5,611.50
	VERIFONE SYSTEMS INC	210.00	VERIFONE SYSTEMS INC	^	4,899.30
	VERIFONE SYSTEMS INC	80.00	VERIFONE SYSTEMS INC	^	1,866.40
	VERIZON COMMUNICATIONS CO	1,100.00	VERIZON COMMUNICATIONS COM	^	53,328.00
	VERIZON COMMUNICATIONS CO	551.00	VERIZON COMMUNICATIONS COM	^	26,712.48
	VERIZON COMMUNICATIONS CO	100.00	VERIZON COMMUNICATIONS COM	^	4,848.00
	VERIZON COMMUNICATIONS CO	220.00	VERIZON COMMUNICATIONS COM	^	10,665.60
	VERTEX PHARMACEUTICALS IN	50.00	VERTEX PHARMACEUTICALS INC COM	^	4,016.50
	VIACOM INC CL B	50.00	VIACOM INC CL B	^	3,294.50
	VIACOM INC CL B	280.00	VIACOM INC CL B	^	18,449.20
	VIACOM INC CL B	150.00	VIACOM INC CL B	^	9,883.50
	VIACOM INC CL B	80.00	VIACOM INC CL B	^	5,271.20
	VIACOM INC CL B	500.00	VIACOM INC CL B	^	32,945.00
	VIROPHARMA INC COM	73.00	VIROPHARMA INC COM	^	2,007.50
	VISA INC-CLASS A COM	250.00	VISA INC-CLASS A COM	^	44,535.00
	VISA INC-CLASS A COM	60.00	VISA INC-CLASS A COM	^	10,688.40
	VISA INC-CLASS A COM	200.00	VISA INC-CLASS A COM	^	35,628.00
	VMWARE INC CL A COM	48.00	VMWARE INC CL A COM	^	3,413.76
	VODAFONE GROUP PLC SPONS	50.00	VODAFONE GROUP PLC SPONS ADR	^	1,448.00
	VODAFONE GROUP PLC SPONS	545.00	VODAFONE GROUP PLC SPONS ADR	^	15,783.20
	VODAFONE GROUP PLC SPONS	201.00	VODAFONE GROUP PLC SPONS ADR	^	5,820.96
	VOLCANO CORP COM	220.00	VOLCANO CORP COM	^	4,200.02
	VOLCANO CORP COM	120.00	VOLCANO CORP COM	^	2,290.92
	WABTEC CORP COM	100.00	WABTEC CORP COM	^	11,001.00
	WAL-MART DE MEXICO S.A.B.	100.00	WAL-MART DE MEXICO S.A.B. SP ADR	^	2,941.00
	WAL-MART STORES INC COM	177.00	WAL-MART STORES INC COM	^	13,246.68
	WAL-MART STORES INC COM	190.31	WAL-MART STORES INC COM	^	14,242.80
	WAL-MART STORES INC COM	90.00	WAL-MART STORES INC COM	^	6,735.60
	WALT DISNEY COMPANY COM	100.00	WALT DISNEY COMPANY COM	^	6,308.00
	WALT DISNEY COMPANY COM	192.00	WALT DISNEY COMPANY COM	^	12,111.36
	WALT DISNEY COMPANY COM	330.00	WALT DISNEY COMPANY COM	^	20,816.40
	WALT DISNEY COMPANY COM	1,300.00	WALT DISNEY COMPANY COM	^	82,004.00
	WALT DISNEY COMPANY COM	275.00	WALT DISNEY COMPANY COM	^	17,347.00
	WALT DISNEY COMPANY COM	120.00	WALT DISNEY COMPANY COM	^	7,569.60
	WALT DISNEY COMPANY COM	70.00	WALT DISNEY COMPANY COM	^	4,415.60
	WALT DISNEY COMPANY COM	1,000.00	WALT DISNEY COMPANY COM	^	63,080.00
	WARREN RESOURCES INC COM	1,720.00	WARREN RESOURCES INC COM	^	5,039.60
	WEATHERFORD INT LTD COM	350.00	WEATHERFORD INT LTD COM	^	4,721.50

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AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	WEATHERFORD INT LTD COM	390.00	WEATHERFORD INT LTD COM	^	5,261.10
	WEATHERFORD INT LTD COM	210.00	WEATHERFORD INT LTD COM	^	2,832.90
	WEIGHT WATCHERS INTL INC	100.00	WEIGHT WATCHERS INTL INC NEW COM	^	4,585.00
	WELLS FARGO & CO NEW COM	1,696.86	WELLS FARGO & CO NEW COM	^	68,807.63
	WELLS FARGO & CO NEW COM	300.00	WELLS FARGO & CO NEW COM	^	12,165.00
	WELLS FARGO & CO NEW COM	300.00	WELLS FARGO & CO NEW COM	^	12,165.00
	WELLS FARGO & CO NEW COM	500.00	WELLS FARGO & CO NEW COM	^	20,275.00
	WELLS FARGO & CO NEW COM	850.00	WELLS FARGO & CO NEW COM	^	34,467.50
	WESTAR ENERGY INC COM	1,800.00	WESTAR ENERGY INC COM	^	57,096.00
	WESTPAC BANKING CORP SPON	145.00	WESTPAC BANKING CORP SPONS ADR	^	19,490.90
	WESTPORT INNOVATIONS INC	50.00	WESTPORT INNOVATIONS INC COM	^	1,515.50
	WESTPORT INNOVATIONS INC	30.00	WESTPORT INNOVATIONS INC COM	^	909.30
	WEYERHAEUSER CO COM	135.00	WEYERHAEUSER CO COM	^	4,025.70
	WHITEWAVE FOODS CO CL A W	114.95	WHITEWAVE FOODS CO CL A W/I COM	^	2,004.73
	WHITEWAVE FOODS CO-CL B-W	163.71	WHITEWAVE FOODS CO-CL B-W/I COM	^	2,707.78
	WILLIAMS SONOMA INC COM	250.00	WILLIAMS SONOMA INC COM	^	13,490.00
	WILLIAMS SONOMA INC COM	60.00	WILLIAMS SONOMA INC COM	^	3,237.60
	WILLIAMS SONOMA INC COM	90.00	WILLIAMS SONOMA INC COM	^	4,856.40
	WORKDAY INC CL A COM	500.00	WORKDAY INC CL A COM	^	32,115.00
	WPP PLC SPON ADR	40.00	WPP PLC SPON ADR	^	3,402.80
	XPO LOGISTICS INCCOM	2,000.00	XPO LOGISTICS INCCOM	^	33,260.00
	XYLEM INC COM	160.00	XYLEM INC COM	^	4,502.40
	XYLEM INC COM	90.00	XYLEM INC COM	^	2,532.60
	YAHOO! INC COM	400.00	YAHOO! INC COM	^	10,520.00
	YUM! BRANDS INC COM	300.00	YUM! BRANDS INC COM	^	20,325.00
	YUM! BRANDS INC COM	100.00	YUM! BRANDS INC COM	^	6,775.00
	YUM! BRANDS INC COM	60.00	YUM! BRANDS INC COM	^	4,065.00
	2-INFINITY INC COM *DLSTD	200.00	2-INFINITY INC COM *DLSTD* 10/3/01	^	0.00
	3-D SYS CORP COM	714.00	3-D SYS CORP COM	^	34,643.28
	3M COMPANY COM	600.00	3M COMPANY COM	^	66,162.00
	3M COMPANY COM	200.00	3M COMPANY COM	^	22,054.00
	3M COMPANY COM	90.00	3M COMPANY COM	^	9,924.30
	4LICENSING CORP COM	500.00	4LICENSING CORP COM	^	240.00
		986,811.13	**TOTAL COMMON STOCKS**		**16,553,685.71**
	COMMON/COLLECTIVE FUNDS				
	PRUDENTIAL STABLE VALUE F	2,200,830.37	PRUDENTIAL STABLE VALUE FUND	^	64,673,238.60
		2,200,830.37	**TOTAL COMMON/COLLECTIVE FUNDS**		**64,673,238.60**
	MUTUAL FUNDS				
	ALLIANCEBERNSTEIN ALTH AP	115,601.58	ALLIANCEBERNSTEIN ALTH APPR STRATEGY	^	1,537,500.99
	ALLIANCEBERNSTEIN ALTH AP	42,780.90	ALLIANCEBERNSTEIN ALTH APPR STRATEGY	^	568,985.94
	ALLIANCEBERNSTEIN GLBL RE	35,866.58	ALLIANCEBERNSTEIN GLBL RE-I	^	371,219.11
	ALLIANCEBERNSTEIN GLBL RE	6,289.49	ALLIANCEBERNSTEIN GLBL RE-I	^	65,096.24
	ALLIANCEBERNSTEIN GLO GOV	18,392.39	ALLIANCEBERNSTEIN GLO GOVT INC TR 55	^	157,622.77
	ALLIANCEBERNSTEIN INCOME	5,000.00	ALLIANCEBERNSTEIN INCOME FUND	^	39,200.00
	ALLIANCEBERNSTEIN RL EST	6,658.78	ALLIANCEBERNSTEIN RL EST INV FD CL A	^	90,293.07

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(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	ALLIANCEBERNSTEIN S/M VAL	1,000,898.06	ALLIANCEBERNSTEIN S/M VALUE-CL I	^	20,288,203.60
	ALLIANZ NFJ SMALL CAP VAL	1,592.80	ALLIANZ NFJ SMALL CAP VAL CL A	^	51,941.37
	ALLIANZ RCM GLOBAL TECH F	643.58	ALLIANZ RCM GLOBAL TECH FD INSTL CL	^	34,174.20
	AMER CENT ULTRA-INVESTOR	1,996.39	AMER CENT ULTRA-INVESTOR CL #22	^	58,274.62
	AMER CENTURY EQUITY INCOM	44,320.72	AMER CENTURY EQUITY INCOME #38	^	386,476.68
	AMER FUNDAMENTAL INV FD -	1,828.76	AMER FUNDAMENTAL INV FD -R1 #2110	^	84,653.21
	AMER FUNDAMENTAL INV FD -	2,404.47	AMER FUNDAMENTAL INV FD -R1 #2110	^	111,303.15
	AMERICAN BALANCED FD CL A	8,083.71	AMERICAN BALANCED FD CL A #011	^	182,126.08
	AMERICAN CAPITAL INC BLDR	427.76	AMERICAN CAPITAL INC BLDR CL A # 12	^	23,881.73
	AMERICAN CAPITAL INC BLDR	3,112.18	AMERICAN CAPITAL INC BLDR CL A # 12	^	173,752.79
	AMERICAN CAPITAL WORLD BO	2,542.04	AMERICAN CAPITAL WORLD BOND FD #31	^	52,061.04
	AMERICAN EUROPACIFIC GROW	1,917.18	AMERICAN EUROPACIFIC GROWTH #016	^	83,167.44
	AMERICAN EUROPACIFIC GROW	788,240.67	AMERICAN EUROPACIFIC GROWTH #016	^	34,193,880.26
	AMERICAN EUROPACIFIC GROW	4,006.70	AMERICAN EUROPACIFIC GROWTH #016	^	173,810.47
	AMERICAN EUROPACIFIC GROW	3,206.06	AMERICAN EUROPACIFIC GROWTH #016	^	139,079.01
	AMERICAN EUROPACIFIC GROW	4,129.72	AMERICAN EUROPACIFIC GROWTH #016	^	179,147.17
	AMERICAN FUNDAMENTAL INVE	1,402.87	AMERICAN FUNDAMENTAL INVEST FD A #10	^	65,275.68
	AMERICAN GROWTH FUND OF A	1,957.31	AMERICAN GROWTH FUND OF AMER CL R-3	^	75,258.72
	AMERICAN GROWTH FUND OF A	2,173.31	AMERICAN GROWTH FUND OF AMER -R1	^	82,173.04
	AMERICAN GROWTH FUND OF A	2,884.45	AMERICAN GROWTH FUND OF AMER -R1	^	109,061.17
	AMERICAN GROWTH FUND OF A	4,863.52	AMERICAN GROWTH FUND OF AMER -R1	^	183,889.80
	AMERICAN NEW WORLD FD -R1	2,943.46	AMERICAN NEW WORLD FD -R1 #2136	^	160,065.30
	AMERICAN NEW WORLD FD -R1	2,172.38	AMERICAN NEW WORLD FD -R1 #2136	^	118,134.02
	AMERICAN NEW WORLD FUND #	1,094.97	AMERICAN NEW WORLD FUND #36	^	61,285.25
	AMERICAN SMALLCAP WORLD F	1,835.75	AMERICAN SMALLCAP WORLD FD R-12135	^	79,543.09
	AMERICAN SMALLCAP WORLD F	2,589.52	AMERICAN SMALLCAP WORLD FD R-12135	^	112,203.73
	AMERICAN SMALLCAP WORLD F	1,166.71	AMERICAN SMALLCAP WORLD FUND A #035	^	52,991.88
	AMERICAN WASHINGTON MUT I	9,761.44	AMERICAN WASHINGTON MUT INVTRS-R1	^	346,823.93
	AMERICAN WASHINGTON MUTUA	5,761.28	AMERICAN WASHINGTON MUTUAL INVEST#1	^	206,484.13
	AMERICAN/GROWTH FD OF AME	1,673.66	AMERICAN/GROWTH FD OF AMER A #05	^	65,289.67
	AMERICAN/GROWTH FD OF AME	3,266.15	AMERICAN/GROWTH FD OF AMER A #05	^	127,412.43
	AMERICAN/GROWTH FD OF AME	4,860.73	AMERICAN/GROWTH FD OF AMER A #05	^	189,617.23
	AMERICAN/INCOME FUND OF A	9,071.29	AMERICAN/INCOME FUND OF AMERICA #6	^	176,980.97
	AMERICAN/INVESTMENT CO OF	5,359.26	AMERICAN/INVESTMENT CO OF AMER -A#4	^	183,715.60
	APOLLO SENIOR FLOATING RA	750.00	APOLLO SENIOR FLOATING RATE FUND INC	^	14,535.00
	AQR MANAGED FUTURES STRAT	5,718.41	AQR MANAGED FUTURES STRATEGY FUND-I	^	58,728.08
	AQR MANAGED FUTURES STRAT	4,621.01	AQR MANAGED FUTURES STRATEGY FUND-I	^	47,457.79
	AQR MANAGED FUTURES STRAT	4,532.54	AQR MANAGED FUTURES STRATEGY FUND-I	^	46,549.19
	AQR MANAGED FUTURES STRAT	2,719.73	AQR MANAGED FUTURES STRATEGY FUND-I	^	27,931.67
	AQR MANAGED FUTURES STRAT	3,341.13	AQR MANAGED FUTURES STRATEGY FUND-I	^	34,313.44
	AQR MANAGED FUTURES STRAT	3,068.74	AQR MANAGED FUTURES STRATEGY FUND-I	^	31,516.00
	ARES DYNAMIC CREDIT ALLOC	3,000.00	ARES DYNAMIC CREDIT ALLOCATION FUND	^	59,640.00
	ARTIO GLOBAL HIGH INCOME	9,825.62	ARTIO GLOBAL HIGH INCOME FUND-I	^	100,024.80
	ARTIO TOTAL RETURN BOND F	4,936.81	ARTIO TOTAL RETURN BOND FUND-I	^	66,301.36
	BARON GROWTH FD #587	1,038.10	BARON GROWTH FD #587	^	64,590.52
	BARON GROWTH FUND-INST	429.51	BARON GROWTH FUND-INST	^	26,951.94
	BBH CORE SELECT FD -N	1,674.42	BBH CORE SELECT FD -N	^	33,019.64
	BERNSTEIN INTERMEDIATE DU	71,236.24	BERNSTEIN INTERMEDIATE DURATION PORT	^	984,484.89
	BERNSTEIN INTERMEDIATE DU	43,755.55	BERNSTEIN INTERMEDIATE DURATION PORT	^	604,701.66
	BLACKROCK BUILD AMER BD T	1,000.00	BLACKROCK BUILD AMER BD TR	^	20,990.00
	BLACKROCK CORPORATE HIGH	1,750.00	BLACKROCK CORPORATE HIGH YIELD FD VI	^	21,997.50

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(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	BLACKROCK CREDIT ALLOCATI	1,200.00	BLACKROCK CREDIT ALLOCATION INC TR	^	16,416.00
	BLACKROCK ENERGY AND RESO	400.00	BLACKROCK ENERGY AND RESOURCES TRUST	^	10,464.00
	BLACKROCK EQUITY DIVID FD	2,559.71	BLACKROCK EQUITY DIVID FD -INST	^	56,518.37
	BLACKROCK EQUITY DIVID FD	4,907.87	BLACKROCK EQUITY DIVID FD -INST	^	108,365.73
	BLACKROCK GLOBAL ALLOCATI	3,108.27	BLACKROCK GLOBAL ALLOCATION-I	^	65,615.56
	BLACKROCK GLOBAL ALLOCATI	1,792.11	BLACKROCK GLOBAL ALLOCATION-R	^	36,326.17
	BLACKROCK GLOBAL OPP EQTY	4,000.00	BLACKROCK GLOBAL OPP EQTY TR	^	56,080.00
	BLACKROCK GLOBAL RESOURCE	1,371.21	BLACKROCK GLOBAL RESOURCES FD -INV A	^	40,546.71
	BLACKROCK INFL PROT BD IN	197,386.22	BLACKROCK INFL PROT BD INV A150	^	2,254,150.60
	BLACKROCK STRAT INC OPP I	14,052.25	BLACKROCK STRAT INC OPP INV C	^	143,332.93
	BLACKSTONE GSO LONG-SHORT	20,943.00	BLACKSTONE GSO LONG-SHORT CREDIT	^	401,267.88
	BROOKFIELD GLOBAL LIST IN	5,302.55	BROOKFIELD GLOBAL LIST INFR-Y	^	67,766.56
	BROOKFIELD MORTGAGE OPPOR	3,000.00	BROOKFIELD MORTGAGE OPPORTUNITY INC	^	57,780.00
	BROWN ADVISORY S/C FND VA	130.12	BROWN ADVISORY S/C FND VAL-I	^	2,593.25
	CALAMOS CONVERTIBLE FUND	11,477.46	CALAMOS CONVERTIBLE FUND CL A # 603	^	208,660.26
	CALAMOS CONVERTIBLE FUND	2,111.46	CALAMOS CONVERTIBLE FUND CL A # 603	^	38,386.42
	CALAMOS CONVERTIBLE FUND	2,657.19	CALAMOS CONVERTIBLE FUND CL A # 603	^	48,307.68
	CALAMOS CONVERTIBLE FUND	1,328.59	CALAMOS CONVERTIBLE FUND CL A # 603	^	24,153.82
	CALVERT EQUITY PORTFOLIO	4,413.27	CALVERT EQUITY PORTFOLIO FUND-A	^	188,005.30
	CAMBIAR SMALL CAP FD INV	2,160.89	CAMBIAR SMALL CAP FD INV	^	45,638.06
	CGM REALTY FUND #137	2,674.16	CGM REALTY FUND #137	^	83,166.47
*	CNI CHARTER CORP BOND SER	7,055.45	CNI CHARTER CORP BOND SERV CL 2641	^	76,057.74
*	CNI CHARTER GOVT BD FD SE	3,063.02	CNI CHARTER GOVT BD FD SERV CL 2639	^	32,406.75
*	CNI CHARTER HIGH YLD BD F	3,591.76	CNI CHARTER HIGH YLD BD FD SERV 2646	^	31,894.86
	COHEN & STEERS REALTY SHA	478.59	COHEN & STEERS REALTY SHARES#1262	^	33,175.93
	COHEN & STEERS REALTY SHA	756.76	COHEN & STEERS REALTY SHARES#1262	^	52,458.33
	COHEN & STEERS REALTY SHA	1,859.35	COHEN & STEERS REALTY SHARES#1262	^	128,889.86
	COHEN & STEERS REALTY SHA	360.78	COHEN & STEERS REALTY SHARES#1262	^	25,009.06
	COHEN & STEERS REALTY SHA	572.58	COHEN & STEERS REALTY SHARES#1262	^	39,691.18
	COLUMBIA ACORN FUND CL A	2,219.04	COLUMBIA ACORN FUND CL A #792	^	73,250.61
	COLUMBIA ACORN FUND CL Z	557,292.49	COLUMBIA ACORN FUND CL Z #492	^	19,103,986.45
	COLUMBIA INTERMEDIATE BON	2,034.59	COLUMBIA INTERMEDIATE BOND FD CL A	^	18,962.40
	CONSUMER DISCR SELECT SEC	350.00	CONSUMER DISCR SELECT SECT SPDR SBI	^	19,642.00
	CONSUMER STAPLES SELECT S	340.00	CONSUMER STAPLES SELECT SECTOR SPDR	^	13,617.00
	CONVERGENCE CORE PLUS FD-	3,726.33	CONVERGENCE CORE PLUS FD-INSTL	^	59,025.07
	CREDIT SUISSE COMM RET ST	6,172.18	CREDIT SUISSE COMM RET ST-CO	^	46,476.54
	CUSHING MLP TOTAL RETURN	5,000.00	CUSHING MLP TOTAL RETURN FUND	^	41,550.00
	DAVIS NY VENTURE FD -A	6,990.02	DAVIS NY VENTURE FD -A	^	284,493.98
	DAVIS NY VENTURE FD -A	8,177.42	DAVIS NY VENTURE FD -A	^	332,820.83
	DAVIS NY VENTURE FD -A	5,791.22	DAVIS NY VENTURE FD -A	^	235,702.65
	DAVIS NY VENTURE FD -A	12,746.21	DAVIS NY VENTURE FD -A	^	518,770.58
	DELAWARE DIVERSIFIED INCM	3,685.26	DELAWARE DIVERSIFIED INCM CL C194	^	33,757.01
	DIREXION GOLD MINERS BULL	1,705.00	DIREXION GOLD MINERS BULL 3X ETF	^	19,027.80
	DODGE & COX INCOME FD # 1	17,036.60	DODGE & COX INCOME FD # 147	^	235,275.50
	DODGE & COX INTL STOCK FD	273.46	DODGE & COX INTL STOCK FD 1048	^	10,320.23
	DODGE & COX STOCK FUND #1	459.72	DODGE & COX STOCK FUND #145	^	65,556.07
	DOUBLELINE OPPORTUNISTIC	350.00	DOUBLELINE OPPORTUNISTIC CR	^	9,289.00
	DOUBLELINE OPPORTUNISTIC	1,000.00	DOUBLELINE OPPORTUNISTIC CR	^	26,540.00
	DOUBLELINE TOTAL RETURN B	10,187.90	DOUBLELINE TOTAL RETURN BOND FD-I	^	114,817.61
	DOUBLELINE TOTAL RETURN B	2,916.98	DOUBLELINE TOTAL RETURN BOND FD-I	^	32,874.35
	DREMAN CONTRARIAN S/C VAL	666.98	DREMAN CONTRARIAN S/C VALUE RETAIL	^	14,200.03

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	DREMAN CONTRARIAN S/C VAL	1,044.18	DREMAN CONTRARIAN S/C VALUE RETAIL	^	22,230.59
	DREMAN CONTRARIAN S/C VAL	1,545.89	DREMAN CONTRARIAN S/C VALUE RETAIL	^	32,911.98
	DREYFUS INTERNATIONAL BON	319.78	DREYFUS INTERNATIONAL BOND FD -C	^	5,193.21
	DREYFUS INTERNATIONAL BON	2,446.60	DREYFUS INTERNATIONAL BOND FD-A	^	40,589.11
	DREYFUS INTL BOND FUND CL	18,926.81	DREYFUS INTL BOND FUND CL I	^	316,077.73
	DREYFUS MIDCAP VALUE FUND	4,064.09	DREYFUS MIDCAP VALUE FUND# 258	^	152,850.27
	DREYFUS PREM EMERG MKTS F	4,494.29	DREYFUS PREM EMERG MKTS FD CL A #327	^	43,369.88
	DWS EQUITY 500 INDEX FD-I	152,372.20	DWS EQUITY 500 INDEX FD-INST # 565	^	28,194,952.63
	DWS FLOATING RATE PLUS FU	17,816.86	DWS FLOATING RATE PLUS FUND-A	^	169,082.01
	DWS GLOBAL HIGH INCOME FU	1,974.57	DWS GLOBAL HIGH INCOME FUND	^	14,335.40
	DWS HIGH INCOME FUND-S	4,525.35	DWS HIGH INCOME FUND-S	^	22,626.76
	DWS HIGH INCOME FUND-S	4,125.91	DWS HIGH INCOME FUND-S	^	20,629.58
	DWS LARGE CAP VALUE FD CL	2,014.68	DWS LARGE CAP VALUE FD CL S# 2312	^	42,429.27
	DWS LARGE CAP VALUE FD CL	3,399.67	DWS LARGE CAP VALUE FD CL S# 2312	^	71,596.97
	DWS LARGE CAP VALUE FD CL	3,481.55	DWS LARGE CAP VALUE FD CL S# 2312	^	73,321.40
	DWS RREFF GLBL INFRASTRUC	2,060.39	DWS RREFF GLBL INFRASTRUC FD -C	^	26,352.35
	DWS RREFF GLBL INFRASTRUC	740.74	DWS RREFF GLBL INFRASTRUC FD -C	^	9,474.08
	EATON VANCE FL RATE ADV F	3,103.19	EATON VANCE FL RATE ADV FD CL I	^	34,817.77
	EATON VANCE FLOAT RATE AD	796.55	EATON VANCE FLOAT RATE ADV FD-C	^	8,921.39
	EATON VANCE GLOB MACRO AB	24,376.30	EATON VANCE GLOB MACRO ABTE RET 687	^	239,619.08
	EATON VANCE TAX-MANAGED E	1,532.86	EATON VANCE TAX-MANAGED EM MKT-IN	^	74,297.68
	FAIRHOLME FUND #1950	1,132.72	FAIRHOLME FUND #1950	^	42,850.72
	FEDERATED ABSOLUTE RETURN	5,074.76	FEDERATED ABSOLUTE RETURN FD A	^	46,535.55
	FEDERATED INTER CONTINENT	742.72	FEDERATED INTER CONTINENTAL FD -A	^	37,291.92
	FEDERATED STRATEGIC INC C	7,469.41	FEDERATED STRATEGIC INC CL A # 381	^	69,166.76
	FIDELITY ADV ENERGY FUND-	900.17	FIDELITY ADV ENERGY FUND-T	^	36,042.97
	FIDELITY ADVISOR TECHN CL	1,127.02	FIDELITY ADVISOR TECHN CL C#476	^	28,772.90
	FIDELITY ASSET MANAGER GR	3,464.10	FIDELITY ASSET MANAGER GROWTH #321	^	64,986.61
	FIDELITY CAP & INCOME FD	279.77	FIDELITY CAP & INCOME FD #38	^	2,736.19
	FIDELITY CONTRAFUND #22	1,708.88	FIDELITY CONTRAFUND #22	^	148,911.37
	FIDELITY CONTRAFUND #22	469.32	FIDELITY CONTRAFUND #22	^	40,896.54
	FIDELITY CONTRAFUND #22	125.10	FIDELITY CONTRAFUND #22	^	10,901.13
	FIDELITY CONVERTIBLE SECU	2,430.35	FIDELITY CONVERTIBLE SECURITIES #308	^	70,893.28
	FIDELITY DIVERSIFIED INTL	3,391.94	FIDELITY DIVERSIFIED INTL #325	^	109,050.77
	FIDELITY DIVERSIFIED INTL	801.99	FIDELITY DIVERSIFIED INTL #325	^	25,784.11
	FIDELITY DIVERSIFIED INTL	1,454.08	FIDELITY DIVERSIFIED INTL #325	^	46,748.61
	FIDELITY FLTG RATE HIGH I	15,008.91	FIDELITY FLTG RATE HIGH INC 814	^	150,089.10
	FIDELITY FLTG RATE HIGH I	3,984.06	FIDELITY FLTG RATE HIGH INC 814	^	39,840.64
	FIDELITY FLTG RATE HIGH I	2,076.02	FIDELITY FLTG RATE HIGH INC 814	^	20,760.20
	FIDELITY GINNIE MAE FUND	3,429.57	FIDELITY GINNIE MAE FUND #15	^	39,508.70
	FIDELITY LOW PRICE STOCK	1,334.53	FIDELITY LOW PRICE STOCK FD #316	^	60,881.21
	FIDELITY LOW PRICE STOCK	1,699.75	FIDELITY LOW PRICE STOCK FD #316	^	77,542.82
	FIDELITY NEW MARKETS INCO	3,764.87	FIDELITY NEW MARKETS INCOME FD#331	^	63,287.46
	FIDELITY NEW MARKETS INCO	149.37	FIDELITY NEW MARKETS INCOME FD#331	^	2,510.94
	FIDELITY NEW MILLENNIUM F	3,694.28	FIDELITY NEW MILLENNIUM FD #300	^	130,260.38
	FIDELITY SEL SOFTWARE & C	384.17	FIDELITY SEL SOFTWARE & COMPUTERS 28	^	36,857.75
	FIDELITY SELECT BIOTECH #	287.99	FIDELITY SELECT BIOTECH #42	^	42,136.55
	FIDELITY SELECT ELECTRONI	468.25	FIDELITY SELECT ELECTRONICS PORT #08	^	25,351.06
	FIDELITY SHORT TERM BD FD	26,884.57	FIDELITY SHORT TERM BD FD #450	^	230,938.46
	FIDELITY SPARTAN US EQUIT	1,027.86	FIDELITY SPARTAN US EQUITY INDEX FD	^	59,574.59
	FIDELITY TOTAL BOND FUND	6,007.80	FIDELITY TOTAL BOND FUND 820	^	64,884.29

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SCHEDULE H PART IV, LINE 4(i) - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	FIDELITY TOTAL BOND FUND	5,808.24	FIDELITY TOTAL BOND FUND 820	^	62,729.00
	FIDELITY U S BOND INDEX F	1.50	FIDELITY U S BOND INDEX FD#651	^	17.56
	FINL SELECT SECTOR SPDR F	1,250.00	FINL SELECT SECTOR SPDR FD SBI	^	24,800.13
	FIRST EAGLE OVERSEAS CL A	289.40	FIRST EAGLE OVERSEAS CL A #802	^	6,630.27
	FMI FUNDS FOCUS FD#136	1,634.61	FMI FUNDS FOCUS FD#136	^	60,120.99
	FORMULA INV US VALUE 1000	953.70	FORMULA INV US VALUE 1000-A	^	13,981.30
	FORMULA INV US VALUE SEL	2,186.05	FORMULA INV US VALUE SEL FD-A	^	32,353.51
	FORMULA INV US VALUE SEL-	4,068.23	FORMULA INV US VALUE SEL-I	^	60,209.77
	FORWARD TACTICAL GWTH FD	6,045.14	FORWARD TACTICAL GWTH FD CL C	^	157,838.74
	FPA CRESCENT PORTFOLIO-IN	1,886.30	FPA CRESCENT PORTFOLIO-INSTL #1347	^	59,116.55
	FPA CRESCENT PORTFOLIO-IN	2,810.59	FPA CRESCENT PORTFOLIO-INSTL #1347	^	88,084.02
	FRANKLIN MUTUAL DISCOVERY	1,476.02	FRANKLIN MUTUAL DISCOVERY FD A#477	^	47,158.71
	FRANKLIN SMALL MID CP GR-	1,080.43	FRANKLIN SMALL MID CP GR-ADV	^	44,286.95
	FRANKLIN TEMPLETON GLOBAL	9,515.70	FRANKLIN TEMPLETON GLOBAL BOND FD-AD	^	126,273.31
	FRANKLIN TEMPLETON GLOBAL	1,865.35	FRANKLIN TEMPLETON GLOBAL BOND FD-AD	^	24,753.22
	GABELLI SMALL CAP GROWTH	302.05	GABELLI SMALL CAP GROWTH FD # 443	^	12,819.13
	GOLDMAN SACHS DYNAMIC ALL	12,044.80	GOLDMAN SACHS DYNAMIC ALLOC-C	^	131,890.54
	GUGGENHEIM DEFENSIVE EQUI	1,845.00	GUGGENHEIM DEFENSIVE EQUITY ETF	^	59,962.50
	GUGGENHEIM INSIDER SENTIM	975.00	GUGGENHEIM INSIDER SENTIMENT ETF	^	39,828.75
	HARBOR INTERNATIONAL FD#	1,121.51	HARBOR INTERNATIONAL FD# 11	^	73,257.36
	HARDING LOEVNER EMERGING	2,032.27	HARDING LOEVNER EMERGING MKTS FD	^	97,874.36
	HARDING LOEVNER EMERGING	3,875.38	HARDING LOEVNER EMERGING MKTS FD	^	186,638.54
	HARDING LOEVNER EMERGING	772.18	HARDING LOEVNER EMERGING MKTS FD	^	37,188.29
	HARDING LOEVNER EMERGING	1,304.96	HARDING LOEVNER EMERGING MKTS FD	^	62,846.83
	HELIOS ADVANTAGE INCOME F	1,350.00	HELIOS ADVANTAGE INCOME FD INC	^	11,731.64
	HENNESSY CORNERSTONE MID	1,399.45	HENNESSY CORNERSTONE MID CAP 30 INV	^	23,286.81
	HENNESSY CORNERSTONE MID	1,352.60	HENNESSY CORNERSTONE MID CAP 30 INV	^	22,507.25
	HENNESSY CORNERSTONE MID	2,010.41	HENNESSY CORNERSTONE MID CAP 30 INV	^	33,453.27
	HENNESSY FOCUS FUND-INV	173.91	HENNESSY FOCUS FUND-INV	^	10,043.48
	HUSSMAN STRATEGIC GROWTH	852.92	HUSSMAN STRATEGIC GROWTH FD # 601	^	8,827.71
	ING ASIA PAC HIGH DIVIDEN	13,200.00	ING ASIA PAC HIGH DIVIDEND EQ INC FD	^	189,948.00
	ING GLOBAL REAL ESTATE FU	2,674.30	ING GLOBAL REAL ESTATE FUND-I	^	49,287.40
	ING INFRASTRUCTURE INDUST	13,003.00	ING INFRASTRUCTURE INDUSTRIA FUND	^	224,951.90
	INTL GROWTH & INCOME FD C	5,529.37	INTL GROWTH & INCOME FD CL A	^	183,132.87
	INVESCO BALANCED RISK ALL	3,372.47	INVESCO BALANCED RISK ALLOC-A	^	42,628.07
	INVESCO CHARTER FUND CL A	636.31	INVESCO CHARTER FUND CL A# 1510	^	13,057.00
	INVESCO REAL ESTATE FUND	543,017.53	INVESCO REAL ESTATE FUND CL A	^	14,118,455.73
	INVESCO VK SMALL CAP VALU	8,866.94	INVESCO VK SMALL CAP VALUE FD-C	^	149,407.92
	INVESCO VK SMALL CAP VALU	7,825.37	INVESCO VK SMALL CAP VALUE FD-C	^	131,857.42
	ISHARES 1-3 YEAR TREASURY	968.00	ISHARES 1-3 YEAR TREASURY BOND ETF	^	81,679.84
	ISHARES 3-7 YEAR TREAS BO	1,104.00	ISHARES 3-7 YEAR TREAS BOND ETF	^	135,118.56
	ISHARES COHEN & STEERS RE	147.00	ISHARES COHEN & STEERS REIT ETF	^	12,140.73
	ISHARES COHEN & STEERS RE	50.00	ISHARES COHEN & STEERS REIT ETF	^	4,129.50
	ISHARES CORE S & P 500 ET	1,200.00	ISHARES CORE S & P 500 ETF	^	197,160.00
	ISHARES CORE S & P 500 ET	775.00	ISHARES CORE S & P 500 ETF	^	127,332.50
	ISHARES CORE S & P MID-CA	840.00	ISHARES CORE S & P MID-CAP ETF	^	99,397.20
	ISHARES CORE S & P SMALL-	100.00	ISHARES CORE S & P SMALL-CAP ETF	^	9,068.00
	ISHARES CORE S & P SMALL-	777.00	ISHARES CORE S & P SMALL-CAP ETF	^	70,458.36
	ISHARES CORE S & P SMALL-	780.00	ISHARES CORE S & P SMALL-CAP ETF	^	70,730.40
	ISHARES GLOBAL TIMBER & F	1,000.00	ISHARES GLOBAL TIMBER & FORESTRY ETF	^	46,900.00
	ISHARES GLOBAL TIMBER & F	200.00	ISHARES GLOBAL TIMBER & FORESTRY ETF	^	9,380.00

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AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	ISHARES GOLD TRUST	1,300.00	ISHARES GOLD TRUST	^	17,498.00
	ISHARES GOLD TRUST	6,330.00	ISHARES GOLD TRUST	^	85,201.80
	ISHARES HIGH DIVIDEND ETF	500.00	ISHARES HIGH DIVIDEND ETF	^	33,520.00
	ISHARES IBOXX $ INV GRD C	730.00	ISHARES IBOXX $ INV GRD CORP BD ETF	^	86,030.50
	ISHARES IBOXX $ INV GRD C	1,090.00	ISHARES IBOXX $ INV GRD CORP BD ETF	^	128,456.50
	ISHARES INTL DEV REAL EST	275.00	ISHARES INTL DEV REAL ESTATE ETF	^	9,022.75
	ISHARES JP MORGAN USD EMG	50.00	ISHARES JP MORGAN USD EMG MRK BD ETF	^	5,751.51
	ISHARES LATIN AMERICA 40	150.00	ISHARES LATIN AMERICA 40 ETF	^	6,073.50
	ISHARES MICRO-CAP ETF	34.00	ISHARES MICRO-CAP ETF	^	2,084.20
	ISHARES MSCI EAFE ETF	939.00	ISHARES MSCI EAFE ETF	^	56,405.73
	ISHARES MSCI EAFE ETF	444.00	ISHARES MSCI EAFE ETF	^	26,671.08
	ISHARES MSCI EAFE ETF	656.00	ISHARES MSCI EAFE ETF	^	39,405.92
	ISHARES MSCI EAFE ETF	1,447.50	ISHARES MSCI EAFE ETF	^	86,951.51
	ISHARES MSCI EAFE ETF	1,094.46	ISHARES MSCI EAFE ETF	^	65,744.27
	ISHARES MSCI EAFE ETF	1,170.54	ISHARES MSCI EAFE ETF	^	70,314.16
	ISHARES MSCI EAFE ETF	795.31	ISHARES MSCI EAFE ETF	^	47,774.03
	ISHARES MSCI EAFE ETF	805.65	ISHARES MSCI EAFE ETF	^	48,395.40
	ISHARES MSCI EAFE ETF	797.54	ISHARES MSCI EAFE ETF	^	47,908.35
	ISHARES MSCI EAFE SMALL-C	800.00	ISHARES MSCI EAFE SMALL-CAP ETF	^	34,968.00
	ISHARES MSCI EAFE SMALL-C	1,251.52	ISHARES MSCI EAFE SMALL-CAP ETF	^	54,703.85
	ISHARES MSCI EAFE SMALL-C	930.76	ISHARES MSCI EAFE SMALL-CAP ETF	^	40,683.43
	ISHARES MSCI EAFE SMALL-C	935.81	ISHARES MSCI EAFE SMALL-CAP ETF	^	40,904.30
	ISHARES MSCI EAFE SMALL-C	651.14	ISHARES MSCI EAFE SMALL-CAP ETF	^	28,461.37
	ISHARES MSCI EAFE SMALL-C	645.31	ISHARES MSCI EAFE SMALL-CAP ETF	^	28,206.41
	ISHARES MSCI EAFE SMALL-C	666.97	ISHARES MSCI EAFE SMALL-CAP ETF	^	29,153.17
	ISHARES MSCI EAFE VALUE E	822.00	ISHARES MSCI EAFE VALUE ETF	^	41,995.98
	ISHARES MSCI EMERGING MAR	972.00	ISHARES MSCI EMERGING MARKETS ETF	^	40,041.54
	ISHARES MSCI EMERGING MAR	300.00	ISHARES MSCI EMERGING MARKETS ETF	^	12,358.50
	ISHARES MSCI EMERGING MAR	378.00	ISHARES MSCI EMERGING MARKETS ETF	^	15,571.71
	ISHARES MSCI EMERGING MAR	616.00	ISHARES MSCI EMERGING MARKETS ETF	^	25,376.12
	ISHARES NASDAQ BIOTECHNOL	100.00	ISHARES NASDAQ BIOTECHNOLOGY ETF	^	17,950.00
	ISHARES RUSSELL 1000 ETF	985.70	ISHARES RUSSELL 1000 ETF	^	89,127.08
	ISHARES RUSSELL 1000 ETF	747.39	ISHARES RUSSELL 1000 ETF	^	67,578.64
	ISHARES RUSSELL 1000 ETF	795.77	ISHARES RUSSELL 1000 ETF	^	71,953.79
	ISHARES RUSSELL 1000 ETF	544.78	ISHARES RUSSELL 1000 ETF	^	49,259.37
	ISHARES RUSSELL 1000 ETF	538.88	ISHARES RUSSELL 1000 ETF	^	48,725.26
	ISHARES RUSSELL 1000 ETF	534.88	ISHARES RUSSELL 1000 ETF	^	48,363.85
	ISHARES RUSSELL 1000 GROW	268.00	ISHARES RUSSELL 1000 GROWTH ETF	^	19,909.72
	ISHARES RUSSELL 1000 GROW	2,051.00	ISHARES RUSSELL 1000 GROWTH ETF	^	152,368.79
	ISHARES RUSSELL 1000 GROW	820.00	ISHARES RUSSELL 1000 GROWTH ETF	^	60,917.80
	ISHARES RUSSELL 1000 GROW	995.00	ISHARES RUSSELL 1000 GROWTH ETF	^	73,918.55
	ISHARES RUSSELL 1000 VALU	1,557.00	ISHARES RUSSELL 1000 VALUE ETF	^	131,706.63
	ISHARES RUSSELL 1000 VALU	930.00	ISHARES RUSSELL 1000 VALUE ETF	^	78,668.70
	ISHARES RUSSELL 1000 VALU	844.00	ISHARES RUSSELL 1000 VALUE ETF	^	71,393.96
	ISHARES RUSSELL 1000 VALU	876.00	ISHARES RUSSELL 1000 VALUE ETF	^	74,100.84
	ISHARES RUSSELL 2000 GROW	152.00	ISHARES RUSSELL 2000 GROWTH ETF	^	17,098.48
	ISHARES RUSSELL 2000 GROW	237.00	ISHARES RUSSELL 2000 GROWTH ETF	^	26,660.13
	ISHARES RUSSELL 2000 GROW	75.00	ISHARES RUSSELL 2000 GROWTH ETF	^	8,436.75
	ISHARES RUSSELL 2000 GROW	127.00	ISHARES RUSSELL 2000 GROWTH ETF	^	14,286.23
	ISHARES RUSSELL 2000 VALU	24.00	ISHARES RUSSELL 2000 VALUE ETF	^	2,071.68
	ISHARES RUSSELL 2000 VALU	108.00	ISHARES RUSSELL 2000 VALUE ETF	^	9,322.56

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AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	ISHARES RUSSELL 2000 VALU	160.00	ISHARES RUSSELL 2000 VALUE ETF	^	13,811.20
	ISHARES SILVER TR SBI	750.00	ISHARES SILVER TR SBI	^	16,076.25
	ISHARES TIPS BOND ETF	450.00	ISHARES TIPS BOND ETF	^	52,528.50
	ISHARES U.S. REAL ESTATE	150.00	ISHARES U.S. REAL ESTATE ETF	^	10,303.50
	IVY ASSET STRAT FD CL I	5,711.32	IVY ASSET STRAT FD CL I	^	160,088.36
	IVY HIGH INCOME FUND CLAS	715.78	IVY HIGH INCOME FUND CLASS C	^	6,255.90
	IVY HIGH INCOME FUND CLAS	3,060.05	IVY HIGH INCOME FUND CLASS-I 475	^	26,744.88
	JANUS BALANCED FUND T SHA	516,864.23	JANUS BALANCED FUND T SHARES 1051	^	14,746,136.48
	JANUS INVT ORION FD #62	1,038.68	JANUS INVT ORION FD #62	^	11,602.07
	JOHN HANCOCK T/A DVD INCO	2,000.00	JOHN HANCOCK T/A DVD INCOME FD	^	38,840.00
	JPMORGAN INCOME BUILDER F	4,094.14	JPMORGAN INCOME BUILDER FD CL A	^	41,555.55
	JPMORGAN RESEARCH MARKET	1,335.38	JPMORGAN RESEARCH MARKET NEUT FD A	^	19,630.14
	JPMORGAN STRAT INC OPPORT	18,603.25	JPMORGAN STRAT INC OPPORTUNITY FD -C	^	221,564.66
	JPMORGAN STRATEGIC INC OP	20,320.34	JPMORGAN STRATEGIC INC OPP -SELECT	^	242,828.09
	LORD ABBET FLOATING RATE	10,660.55	LORD ABBET FLOATING RATE FD-A	^	101,701.63
	MAINSTAY HIGH YIELD CORP	8,889.20	MAINSTAY HIGH YIELD CORP BD-C # 193	^	54,490.78
	MAINSTAY LARGE CAP GROWTH	20,897.24	MAINSTAY LARGE CAP GROWTH FD CL C	^	171,148.40
	MAINSTAY MARKETFIELD FUND	6,493.51	MAINSTAY MARKETFIELD FUND-C	^	109,870.12
	MANNING & NAPIER PRO BLD	40,580.18	MANNING & NAPIER PRO BLD MAX TM CL A	^	783,603.37
	MARKET VECTORS GLOBAL ALT	120.00	MARKET VECTORS GLOBAL ALT FD ETF	^	1,861.20
	MARKET VECTORS GOLD MINER	180.00	MARKET VECTORS GOLD MINERS ETF FD	^	5,310.00
	MARKET VECTORS GOLD MINER	3,600.00	MARKET VECTORS GOLD MINERS ETF FD	^	106,200.00
	MARSICO FOCUS FD # 40	591.68	MARSICO FOCUS FD # 40	^	12,200.48
	MARSICO FOCUS FD # 40	648.25	MARSICO FOCUS FD # 40	^	13,366.98
	MATTHEWS ASIA PACIFIC EQT	1,123.57	MATTHEWS ASIA PACIFIC EQT FD # 809	^	17,808.62
	MATTHEWS PACIFIC TIGER FD	3,907.17	MATTHEWS PACIFIC TIGER FD # 802	^	99,867.39
	MERGER FD-# 260	2,138.73	MERGER FD-# 260	^	34,069.94
	MERIDIAN GROWTH FUND# 075	115.02	MERIDIAN GROWTH FUND# 075	^	5,103.53
	MERK HARD CURRENCY FD INV	8,259.96	MERK HARD CURRENCY FD INVS SHS	^	96,558.92
	MFS EMERGING MKTS DEBT FD	1,564.87	MFS EMERGING MKTS DEBT FD CL C	^	24,521.54
	MFS EMERGING MKTS DEBT FD	1,562.49	MFS EMERGING MKTS DEBT FD-A	^	24,406.16
	MFS RESEARCH BOND FD CL C	3,267.45	MFS RESEARCH BOND FD CL C	^	35,778.56
	MFS VALUE FD CL A # 93	170.03	MFS VALUE FD CL A # 93	^	5,053.35
	MFS VALUE FD CL A # 93	2,802.60	MFS VALUE FD CL A # 93	^	83,293.36
	MFS VALUE FD CL C # 393	2,742.51	MFS VALUE FD CL C # 393	^	80,684.67
	MFS VALUE FD CL C # 393	1,148.36	MFS VALUE FD CL C # 393	^	33,784.66
	MORGAN STANLEY EMERGING M	2,000.00	MORGAN STANLEY EMERGING MARK SBI	^	31,460.00
	MORGAN STANLEY EMERGING M	1,500.00	MORGAN STANLEY EMERGING MARK SBI	^	23,595.00
	MORGAN STANLEY EMERGING M	19,000.00	MORGAN STANLEY EMERGING MARK SBI	^	298,870.00
	NATIXIS LOOMIS SAY STR IN	1,466.04	NATIXIS LOOMIS SAY STR INCM-C 1471	^	23,852.49
	NATIXIS LOOMIS SAY STR IN	1,070.99	NATIXIS LOOMIS SAY STR INCM-C 1471	^	17,425.04
	NEUBERGER BERMAN EQUITY I	32,358.25	NEUBERGER BERMAN EQUITY INC - INSTL	^	398,977.17
	NEUBERGER BERMAN FLT RT I	11,925.79	NEUBERGER BERMAN FLT RT INCOME-INSTL	^	123,074.13
	NEUBERGER BERMAN GENESIS	2,358.15	NEUBERGER BERMAN GENESIS -INSTL	^	130,499.91
	NUVEEN GLOBAL INCOME OPPO	600.00	NUVEEN GLOBAL INCOME OPPORTUNITIES	^	8,136.00
	NUVEEN PREFERRED INC OPPO	3,500.00	NUVEEN PREFERRED INC OPPORTUNITIES	^	34,860.00
	OAKMARK INTERNATIONAL FD	1,176.44	OAKMARK INTERNATIONAL FD #109	^	27,999.20
	OPPENHEIMER DEVEL MKTS FD	558,907.05	OPPENHEIMER DEVEL MKTS FD CL A#785	^	19,885,912.87
	OPPENHEIMER DEVEL MKTS FD	1,079.02	OPPENHEIMER DEVEL MKTS FD CL A#785	^	38,391.39
	OPPENHEIMER DEVELOPING MK	3,971.07	OPPENHEIMER DEVELOPING MKT CL I	^	139,900.73
	OPPENHEIMER DEVELOPING MK	4,460.53	OPPENHEIMER DEVELOPING MKTS FD CL Y	^	157,055.44

Paul, Hastings, Janofsky & Walker, LLP
Defined Contribution Retirement Plan

EIN: 95-2209675 PN: 001

ATTACHMENT TO 2012 FORM 5500

SCHEDULE H PART IV, LINE 4(i) - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	OPPENHEIMER INTL BOND FD-	4,558.58	OPPENHEIMER INTL BOND FD-A 880	^	29,038.19
	OPPENHEIMER INTL BOND FD-	20,748.17	OPPENHEIMER INTL BOND FD-A 880	^	132,165.82
	OPPENHEIMER INTL BOND FD-	17,675.56	OPPENHEIMER INTL BOND FD-A 880	^	112,593.32
	OPPENHEIMER INTL BOND FD-	5,030.43	OPPENHEIMER INTL BOND FD-C # 882	^	31,943.22
	OPPENHEIMER REAL ESTATE F	827.21	OPPENHEIMER REAL ESTATE FUND-A	^	20,167.31
	OPPENHEIMER SR FLOATING R	4,219.12	OPPENHEIMER SR FLOATING RATE-A # 291	^	35,482.77
	O'SHAUGHNESSY ENH DIVIDEN	721.80	O'SHAUGHNESSY ENH DIVIDEND FD-A	^	8,524.46
	PAX WORLD HIGH YIELD BOND	17,538.86	PAX WORLD HIGH YIELD BOND-ID	^	133,470.72
	PAYDEN HIGH INCOME FUND	12,699.86	PAYDEN HIGH INCOME FUND	^	93,852.00
	PEAR TREE POL-FOREIGN VAL	8,225.04	PEAR TREE POL-FOREIGN VALUE FD-OR	^	135,137.46
	PEAR TREE POL-FOREIGN VAL	1,816.85	PEAR TREE POL-FOREIGN VALUE FD-OR	^	29,850.78
	PEAR TREE POL-FOREIGN VAL	3,212.13	PEAR TREE POL-FOREIGN VALUE FD-OR	^	52,775.33
	PERMANENT PORTFOLIO FUND	3,891.96	PERMANENT PORTFOLIO FUND	^	183,155.54
	PERRITT MICRO CAP OPPORTU	547.30	PERRITT MICRO CAP OPPORTUNITIES FD	^	17,759.89
	PERRITT MICRO CAP OPPORTU	327.83	PERRITT MICRO CAP OPPORTUNITIES FD	^	10,637.95
	PFS CASTLE FOCUS FUND INV	8,917.72	PFS CASTLE FOCUS FUND INV	^	168,723.21
	PIMCO 0-5 YEAR H/Y CORP B	300.00	PIMCO 0-5 YEAR H/Y CORP BOND ETF	^	31,449.00
	PIMCO ALL ASSET ALL AUTH	19,645.14	PIMCO ALL ASSET ALL AUTH CL A 4019	^	210,988.85
	PIMCO ALL ASSET ALL AUTHO	8,838.22	PIMCO ALL ASSET ALL AUTHORITY-IS	^	95,010.89
	PIMCO ALL ASSET ALL AUTHO	6,526.87	PIMCO ALL ASSET ALL AUTHORITY-IS	^	70,163.83
	PIMCO ALL ASSET ALL AUTHO	7,421.17	PIMCO ALL ASSET ALL AUTHORITY-IS	^	79,777.56
	PIMCO ALL ASSET ALL AUTHO	4,773.40	PIMCO ALL ASSET ALL AUTHORITY-IS	^	51,314.03
	PIMCO ALL ASSET ALL AUTHO	5,021.73	PIMCO ALL ASSET ALL AUTHORITY-IS	^	53,983.61
	PIMCO ALL ASSET ALL AUTHO	7,580.95	PIMCO ALL ASSET ALL AUTHORITY-IS	^	81,495.24
	PIMCO ALL ASSET ALL AUTHO	5,218.75	PIMCO ALL ASSET ALL AUTHORITY-IS	^	56,101.52
	PIMCO ALL ASSETS ALL AUTH	9,358.16	PIMCO ALL ASSETS ALL AUTH P 1932	^	100,600.24
	PIMCO ALL ASSETS ALL AUTH	28,099.60	PIMCO ALL ASSETS ALL AUTH P 1932	^	302,070.66
	PIMCO ALL ASSETS ALL AUTH	18,908.25	PIMCO ALL ASSETS ALL AUTH P 1932	^	203,263.73
	PIMCO ALL ASSETS ALL AUTH	11,687.26	PIMCO ALL ASSETS ALL AUTH P 1932	^	125,638.01
	PIMCO ALL ASSETS ALL AUTH	9,349.81	PIMCO ALL ASSETS ALL AUTH P 1932	^	100,510.41
	PIMCO ALL ASSETS ALL AUTH	12,266.24	PIMCO ALL ASSETS ALL AUTHL C 4219	^	131,616.80
	PIMCO COMMOD REALRETURN S	12,088.55	PIMCO COMMOD REALRETURN STRAT-D 4349	^	72,531.30
	PIMCO COMMOD REALRETURN S	4,094.92	PIMCO COMMOD REALRETURN STRAT-D 4349	^	24,569.55
	PIMCO COMMOD REALRETURN S	9,305.48	PIMCO COMMOD REALRETURN STRAT-D 4349	^	55,832.86
	PIMCO COMMOD REALRETURN S	8,339.89	PIMCO COMMOD REALRETURN STRAT-D 4349	^	50,039.37
	PIMCO COMMOD REALRETURN S	2,876.08	PIMCO COMMOD REALRETURN STRAT-D 4349	^	17,256.49
	PIMCO COMMODITY RR STRATE	4,572.61	PIMCO COMMODITY RR STRATEGY-INSTL#45	^	27,801.49
	PIMCO COMMODITY RR STRATE	8,845.95	PIMCO COMMODITY RR STRATEGY-INSTL#45	^	53,783.38
	PIMCO COMMODITY RR STRATE	6,873.25	PIMCO COMMODITY RR STRATEGY-INSTL#45	^	41,789.34
	PIMCO COMMODITY RR STRATE	6,411.05	PIMCO COMMODITY RR STRATEGY-INSTL#45	^	38,979.18
	PIMCO COMMODITY RR STRATE	4,398.64	PIMCO COMMODITY RR STRATEGY-INSTL#45	^	26,743.76
	PIMCO COMMODITY RR STRATE	5,240.38	PIMCO COMMODITY RR STRATEGY-INSTL#45	^	31,861.52
	PIMCO COMMODITY RR STRATE	5,040.45	PIMCO COMMODITY RR STRATEGY-INSTL#45	^	30,645.94
	PIMCO EMERGING LOCAL BOND	5,962.66	PIMCO EMERGING LOCAL BOND FD CL D	^	61,653.96
	PIMCO EMERGING LOCAL BOND	3,224.56	PIMCO EMERGING LOCAL BOND-IS 332	^	33,341.96
	PIMCO EMERGING LOCAL BOND	4,653.43	PIMCO EMERGING LOCAL BOND-IS 332	^	48,116.52
	PIMCO EMERGING LOCAL BOND	4,852.70	PIMCO EMERGING LOCAL BOND-IS 332	^	50,176.92
	PIMCO EMERGING LOCAL BOND	1,729.84	PIMCO EMERGING LOCAL BOND-IS 332	^	17,886.57
	PIMCO EMERGING LOCAL BOND	3,457.54	PIMCO EMERGING LOCAL BOND-IS 332	^	35,750.92
	PIMCO EMERGING LOCAL BOND	3,234.35	PIMCO EMERGING LOCAL BOND-IS 332	^	33,443.20
	PIMCO EMG MKTS & INFR BD-	1,433.51	PIMCO EMG MKTS & INFR BD-INS	^	17,058.80

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SCHEDULE H PART IV, LINE 4(i) - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	PIMCO EMG MKTS & INFR BD-	1,027.83	PIMCO EMG MKTS & INFR BD-INS	^	12,231.18
	PIMCO EMG MKTS & INFR BD-	1,041.36	PIMCO EMG MKTS & INFR BD-INS	^	12,392.22
	PIMCO EMG MKTS & INFR BD-	835.83	PIMCO EMG MKTS & INFR BD-INS	^	9,946.39
	PIMCO EMG MKTS & INFR BD-	778.90	PIMCO EMG MKTS & INFR BD-INS	^	9,268.86
	PIMCO EMG MKTS & INFR BD-	791.45	PIMCO EMG MKTS & INFR BD-INS	^	9,418.22
	PIMCO FOREIGN BOND FUND C	1,061.95	PIMCO FOREIGN BOND FUND CL D 4307	^	11,394.78
	PIMCO GLOBAL MULTI ASSET	37,971.05	PIMCO GLOBAL MULTI ASSET FD CL C	^	423,756.94
	PIMCO HIGH YIELD FUND -IN	3,559.45	PIMCO HIGH YIELD FUND -INSTL #108	^	34,526.63
	PIMCO HIGH YIELD FUND -IN	3,310.45	PIMCO HIGH YIELD FUND -INSTL #108	^	32,111.41
	PIMCO HIGH YIELD FUND -IN	3,433.01	PIMCO HIGH YIELD FUND -INSTL #108	^	33,300.21
	PIMCO HIGH YIELD FUND -IN	1,972.32	PIMCO HIGH YIELD FUND -INSTL #108	^	19,131.53
	PIMCO HIGH YIELD FUND -IN	2,489.92	PIMCO HIGH YIELD FUND -INSTL #108	^	24,152.20
	PIMCO HIGH YIELD FUND -IN	2,304.83	PIMCO HIGH YIELD FUND -INSTL #108	^	22,356.89
	PIMCO INCOME STRATEGY FUN	3,000.00	PIMCO INCOME STRATEGY FUND II	^	32,700.00
	PIMCO LOW DURATION FD CL	9,805.32	PIMCO LOW DURATION FD CL C 4204	^	101,975.38
	PIMCO LOW DURATION FD CL	1,601.49	PIMCO LOW DURATION FD CL D # 304	^	16,655.52
	PIMCO REAL RETURN CL-C #4	6,748.38	PIMCO REAL RETURN CL-C #4210	^	79,360.93
	PIMCO REAL RETURN FD CL D	8,888.72	PIMCO REAL RETURN FD CL D # 4310	^	104,531.32
	PIMCO TOTAL RETURN CL A #	1,335.24	PIMCO TOTAL RETURN CL A #4005	^	14,781.07
	PIMCO TOTAL RETURN CL-D #	21,194.21	PIMCO TOTAL RETURN CL-D #4305	^	234,619.96
	PIMCO TOTAL RETURN ETF	1,850.00	PIMCO TOTAL RETURN ETF	^	200,133.00
	PIMCO TOTAL RETURN FD INS	3,136,431.49	PIMCO TOTAL RETURN FD INSTL-35	^	34,720,296.55
	PIMCO TOTAL RETURN FD INS	6,744.18	PIMCO TOTAL RETURN FD INSTL-35	^	74,658.12
	PIMCO TOTAL RETURN FD-P	4,948.65	PIMCO TOTAL RETURN FD-P	^	54,781.60
	PIMCO TOTAL RETURN FUND-C	4,101.95	PIMCO TOTAL RETURN FUND-C #4205	^	45,408.55
	PIMCO TOTAL RETURN FUND-C	27,096.04	PIMCO TOTAL RETURN FUND-C #4205	^	299,953.18
	PIMCO UNCONSTRAINED BOND	6,768.14	PIMCO UNCONSTRAINED BOND FD CL C	^	77,968.98
	PIONEER FUNDAMENTAL GROWT	2,903,592.50	PIONEER FUNDAMENTAL GROWTH FD-A	^	43,379,671.91
	PORTFOLIO 21 FUNDS	4,990.37	PORTFOLIO 21 FUNDS	^	182,946.96
	POWERSHARES BUILD AMERICA	2,000.00	POWERSHARES BUILD AMERICA BOND ETF	^	59,900.00
	POWERSHARES EXCHANGE-TRAD	150.00	POWERSHARES EXCHANGE-TRADED FD TR	^	12,300.00
	POWERSHARES S&P 500 LOW V	3,426.00	POWERSHARES S&P 500 LOW VOLA ETF	^	106,034.70
	PRINCIPAL INVEST HI YIELD	1,555,047.26	PRINCIPAL INVEST HI YIELD II(A) 4178	^	12,393,726.69
	PRINCIPAL PREFERRED SECUR	1,199.61	PRINCIPAL PREFERRED SECURITIES INSTL	^	12,811.82
	PROFUNDS ULTRABEAR INVEST	4,623.55	PROFUNDS ULTRABEAR INVESTOR CL # 007	^	49,656.89
	PROFUNDS US GOV PLUS FUND	0.01	PROFUNDS US GOV PLUS FUND INV CL	^	0.41
	PUTNAM DIVERSIFIED INCOME	4,875.02	PUTNAM DIVERSIFIED INCOME TR CL C	^	38,025.16
	PUTNAM DIVERSIFIED INCOME	3,997.17	PUTNAM DIVERSIFIED INCOME TR CL C	^	31,177.97
	PUTNAM EQUITY INCOME FUND	1,939,727.64	PUTNAM EQUITY INCOME FUND-A # 00010	^	38,212,634.55
	PUTNAM EQUITY SPECTRUM FD	706.38	PUTNAM EQUITY SPECTRUM FD -C	^	23,501.20
	PUTNAM EQUITY SPECTRUM FD	459.14	PUTNAM EQUITY SPECTRUM FD -C	^	15,275.75
	RBB ROBEC0 BOST PTR S/C V	7,893.65	RBB ROBEC0 BOST PTR S/C VLU II 078	^	140,585.91
	RIDGEWORTH SEIX FLOATING	7,611.41	RIDGEWORTH SEIX FLOATING FD CL I	^	68,959.36
	RIVERPARK/WEDGEWOOD-RET	302.34	RIVERPARK/WEDGEWOOD-RET	^	4,559.36
	RIVERPARK/WEDGEWOOD-RET	3,984.46	RIVERPARK/WEDGEWOOD-RET	^	60,085.69
	RIVERPARK/WEDGEWOOD-RET	4,782.33	RIVERPARK/WEDGEWOOD-RET	^	72,117.55
	ROYCE PREMIER FUND INVT C	5,474.45	ROYCE PREMIER FUND INVT CL #265	^	114,908.79
	ROYCE TOTAL RETURN FUND #	2,562.20	ROYCE TOTAL RETURN FUND #267	^	39,842.26
	ROYCE TOTAL RETURN FUND #	2,696.11	ROYCE TOTAL RETURN FUND #267	^	41,924.46
	ROYCE TOTAL RETURN FUND #	1,953.64	ROYCE TOTAL RETURN FUND #267	^	30,379.07
	ROYCE TOTAL RETURN FUND #	3,726.80	ROYCE TOTAL RETURN FUND #267	^	57,951.69

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(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	RS SELECT GROWTH FUND A	918.58	RS SELECT GROWTH FUND A	^	38,277.31
	RUSSELL FRANK EMERGING MK	5,250.58	RUSSELL FRANK EMERGING MKTS FD S#878	^	97,450.71
	RUSSELL FRANK EMERGING MK	3,463.89	RUSSELL FRANK EMERGING MKTS FD S#878	^	64,289.72
	RUSSELL FRANK EMERGING MK	3,601.35	RUSSELL FRANK EMERGING MKTS FD S#878	^	66,841.07
	RUSSELL FRANK EMERGING MK	2,952.78	RUSSELL FRANK EMERGING MKTS FD S#878	^	54,803.69
	RUSSELL FRANK EMERGING MK	2,432.15	RUSSELL FRANK EMERGING MKTS FD S#878	^	45,140.80
	RUSSELL FRANK EMERGING MK	2,562.73	RUSSELL FRANK EMERGING MKTS FD S#878	^	47,564.36
	RUSSELL FRANK REAL ESTATE	2,523.62	RUSSELL FRANK REAL ESTATE SEC FD#764	^	101,853.46
	RUSSELL FRANK REAL ESTATE	1,518.67	RUSSELL FRANK REAL ESTATE SEC FD#764	^	61,293.36
	RUSSELL FRANK REAL ESTATE	1,720.49	RUSSELL FRANK REAL ESTATE SEC FD#764	^	69,439.18
	RUSSELL FRANK REAL ESTATE	1,307.11	RUSSELL FRANK REAL ESTATE SEC FD#764	^	52,755.08
	RUSSELL FRANK REAL ESTATE	1,162.88	RUSSELL FRANK REAL ESTATE SEC FD#764	^	46,933.84
	RUSSELL FRANK REAL ESTATE	1,155.95	RUSSELL FRANK REAL ESTATE SEC FD#764	^	46,654.18
	RUSSELL FRANK US CORE EQU	2,252.58	RUSSELL FRANK US CORE EQUITY I 826	^	79,132.99
	RUSSELL FRANK US CORE EQU	1,245.96	RUSSELL FRANK US CORE EQUITY I 826	^	43,770.50
	RUSSELL FRANK US CORE EQU	1,285.19	RUSSELL FRANK US CORE EQUITY I 826	^	45,148.58
	RUSSELL FRANK US CORE EQU	1,233.92	RUSSELL FRANK US CORE EQUITY I 826	^	43,347.71
	RUSSELL FRANK US CORE EQU	973.47	RUSSELL FRANK US CORE EQUITY I 826	^	34,197.90
	RUSSELL GLOBAL EQUITY FUN	15,740.60	RUSSELL GLOBAL EQUITY FUND CL S	^	162,128.18
	RUSSELL GLOBAL EQUITY FUN	10,575.20	RUSSELL GLOBAL EQUITY FUND CL S	^	108,924.61
	RUSSELL GLOBAL EQUITY FUN	11,064.21	RUSSELL GLOBAL EQUITY FUND CL S	^	113,961.34
	RUSSELL GLOBAL EQUITY FUN	8,529.35	RUSSELL GLOBAL EQUITY FUND CL S	^	87,852.28
	RUSSELL GLOBAL EQUITY FUN	7,565.38	RUSSELL GLOBAL EQUITY FUND CL S	^	77,923.39
	RUSSELL GLOBAL EQUITY FUN	7,595.84	RUSSELL GLOBAL EQUITY FUND CL S	^	78,237.17
	RUSSELL GLOBAL INFRASTRUC	4,399.17	RUSSELL GLOBAL INFRASTRUCTURE FUND-S	^	51,074.32
	RUSSELL GLOBAL INFRASTRUC	824.86	RUSSELL GLOBAL INFRASTRUCTURE FUND-S	^	9,576.67
	RUSSELL GLOBAL INFRASTRUC	3,681.98	RUSSELL GLOBAL INFRASTRUCTURE FUND-S	^	42,747.78
	RUSSELL GLOBAL INFRASTRUC	2,383.71	RUSSELL GLOBAL INFRASTRUCTURE FUND-S	^	27,674.86
	RUSSELL GLOBAL INFRASTRUC	2,438.92	RUSSELL GLOBAL INFRASTRUCTURE FUND-S	^	28,315.90
	RUSSELL GLOBAL INFRASTRUC	2,367.38	RUSSELL GLOBAL INFRASTRUCTURE FUND-S	^	27,485.22
	RUSSELL INTERNATIONAL DEV	1,052.21	RUSSELL INTERNATIONAL DEVELOPED MKTS	^	34,428.38
	RUSSELL INTERNATIONAL DEV	612.08	RUSSELL INTERNATIONAL DEVELOPED MKTS	^	20,027.13
	RUSSELL SHORT DURATION BD	2,239.54	RUSSELL SHORT DURATION BD-S	^	43,559.01
	RUSSELL SHORT DURATION BD	6,327.93	RUSSELL SHORT DURATION BD-S	^	123,078.30
	RUSSELL SHORT DURATION BD	8,129.40	RUSSELL SHORT DURATION BD-S	^	158,116.91
	RUSSELL SHORT DURATION BD	2,873.63	RUSSELL SHORT DURATION BD-S	^	55,892.14
	RUSSELL SHORT DURATION BD	4,870.54	RUSSELL SHORT DURATION BD-S	^	94,731.94
	RUSSELL SHORT DURATION BD	5,354.86	RUSSELL SHORT DURATION BD-S	^	104,152.05
	RUSSELL STRATEGIC CALL OV	9,682.04	RUSSELL STRATEGIC CALL OVERW-S	^	103,016.87
	RUSSELL STRATEGIC CALL OV	7,268.63	RUSSELL STRATEGIC CALL OVERW-S	^	77,338.17
	RUSSELL STRATEGIC CALL OV	7,925.18	RUSSELL STRATEGIC CALL OVERW-S	^	84,323.93
	RUSSELL STRATEGIC CALL OV	5,485.31	RUSSELL STRATEGIC CALL OVERW-S	^	58,363.75
	RUSSELL STRATEGIC CALL OV	5,360.17	RUSSELL STRATEGIC CALL OVERW-S	^	57,032.24
	RUSSELL STRATEGIC CALL OV	5,387.31	RUSSELL STRATEGIC CALL OVERW-S	^	57,320.98
	RUSSELL U.S. SMALL & MID	2,496.92	RUSSELL U.S. SMALL & MID CAP I827	^	72,810.16
	RUSSELL U.S. SMALL & MID	2,025.96	RUSSELL U.S. SMALL & MID CAP I827	^	59,076.94
	RUSSELL U.S. SMALL & MID	2,059.56	RUSSELL U.S. SMALL & MID CAP I827	^	60,056.65
	RUSSELL U.S. SMALL & MID	1,379.18	RUSSELL U.S. SMALL & MID CAP I827	^	40,217.01
	RUSSELL U.S. SMALL & MID	1,338.77	RUSSELL U.S. SMALL & MID CAP I827	^	39,038.45
	RUSSELL US CORE EQUITY FD	852.47	RUSSELL US CORE EQUITY FD CLASS S	^	29,964.29
	RUSSELL US GROWTH FUND-S	4,867.81	RUSSELL US GROWTH FUND-S	^	54,908.94

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AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	RUSSELL US GROWTH FUND-S	3,749.58	RUSSELL US GROWTH FUND-S	^	42,295.24
	RUSSELL US GROWTH FUND-S	3,909.90	RUSSELL US GROWTH FUND-S	^	44,103.73
	RUSSELL US GROWTH FUND-S	2,670.59	RUSSELL US GROWTH FUND-S	^	30,124.27
	RUSSELL US GROWTH FUND-S	2,601.10	RUSSELL US GROWTH FUND-S	^	29,340.37
	RUSSELL US GROWTH FUND-S	2,643.77	RUSSELL US GROWTH FUND-S	^	29,821.76
	RUSSELL US QUANTITATIVE E	1,961.21	RUSSELL US QUANTITATIVE EQUITY CL S	^	74,055.37
	RUSSELL US QUANTITATIVE E	4,490.63	RUSSELL US QUANTITATIVE EQUITY I 868	^	169,341.81
	RUSSELL US QUANTITATIVE E	2,525.99	RUSSELL US QUANTITATIVE EQUITY I 868	^	95,255.20
	RUSSELL US QUANTITATIVE E	2,687.99	RUSSELL US QUANTITATIVE EQUITY I 868	^	101,364.22
	RUSSELL US QUANTITATIVE E	2,470.69	RUSSELL US QUANTITATIVE EQUITY I 868	^	93,169.61
	RUSSELL US QUANTITATIVE E	1,793.49	RUSSELL US QUANTITATIVE EQUITY I 868	^	67,632.39
	RUSSELL US SMALL & MID CA	1,419.18	RUSSELL US SMALL & MID CAP FD CL S	^	41,227.21
	RYDEX INVERSE S&P 500 2X-	18,898.93	RYDEX INVERSE S&P 500 2X-H FD	^	123,032.01
	SCHWAB EMERGING MARKETS E	1,607.00	SCHWAB EMERGING MARKETS EQUITY ETF	^	39,692.90
	SCHWAB INTL EQUITY ETF	1,227.00	SCHWAB INTL EQUITY ETF	^	34,564.59
	SCHWAB US LARGE CAP ETF	1,092.00	SCHWAB US LARGE CAP ETF	^	42,500.64
	SCHWAB US SMALL CAP ETF	964.00	SCHWAB US SMALL CAP ETF	^	42,917.28
	SECTOR SPDR AMEX ENERGY S	200.00	SECTOR SPDR AMEX ENERGY SELECT SBI	^	16,100.00
	SEI CORE FIXED INCOME FUN	5,759.25	SEI CORE FIXED INCOME FUND #64	^	66,116.14
	SEI CORE INTL EQUITY FD C	2,866.02	SEI CORE INTL EQUITY FD CL A #95	^	25,794.22
	SEI EMERGING MKTS EQUITY	2,325.23	SEI EMERGING MKTS EQUITY FD A #97	^	24,763.68
	SEI HIGH YIELD BOND FD #5	2,487.32	SEI HIGH YIELD BOND FD #59	^	19,550.36
	SEI INST INTL EMERGING MK	1,605.87	SEI INST INTL EMERGING MKTS DEBT 98	^	17,793.08
	SEI LARGE CAP GROWTH FUND	1,638.71	SEI LARGE CAP GROWTH FUND # 57	^	46,260.76
	SEI LARGE CAP VALUE FUND	2,362.02	SEI LARGE CAP VALUE FUND # 60	^	50,027.54
	SEI MGD TR REAL ESTATE FD	1,474.50	SEI MGD TR REAL ESTATE FD CL A # 74	^	23,872.20
	SEI SMALL CAP GROWTH FD #	582.06	SEI SMALL CAP GROWTH FD #67	^	12,671.53
	SEI SMALL CAP VALUE FD CL	577.60	SEI SMALL CAP VALUE FD CL A # 58	^	12,585.86
	SHELTON CORE VALUE	2,820.36	SHELTON CORE VALUE	^	60,835.17
	SHORT S&P 500 PROSHARES E	2,000.00	SHORT S&P 500 PROSHARES ETF	^	58,540.00
	SHORT S&P 500 PROSHARES E	635.00	SHORT S&P 500 PROSHARES ETF	^	18,586.45
	SPDR BARCLAYS HIGH YEILD	4,000.00	SPDR BARCLAYS HIGH YEILD BOND ETF	^	162,320.00
	SPDR BARCLAYS INTERMEDIAT	1,800.00	SPDR BARCLAYS INTERMEDIATE TERM CORP	^	61,974.00
	SPDR BARCLAYS INT'L CORPO	300.00	SPDR BARCLAYS INT'L CORPORATE BD ETF	^	10,470.00
	SPDR BARCLAYS SHORT TERM	3,900.00	SPDR BARCLAYS SHORT TERM HIGH YLD BN	^	120,198.00
	SPDR DB INTL GOV INFL-PRO	500.00	SPDR DB INTL GOV INFL-PROTECTED ETF	^	30,215.00
	SPDR GOLD TRUST ETF	1,000.00	SPDR GOLD TRUST ETF	^	133,920.00
	SPDR GOLD TRUST ETF	325.00	SPDR GOLD TRUST ETF	^	43,524.00
	SPDR GOLD TRUST ETF	550.00	SPDR GOLD TRUST ETF	^	73,656.00
	SPDR GOLD TRUST ETF	825.00	SPDR GOLD TRUST ETF	^	110,484.00
	SPDR GOLD TRUST ETF	2,000.00	SPDR GOLD TRUST ETF	^	267,840.00
	SPDR GOLD TRUST ETF	125.00	SPDR GOLD TRUST ETF	^	16,740.00
	SPDR METALS & MINING ETF	150.00	SPDR METALS & MINING ETF	^	5,647.50
	SPDR S&P 500 ETF TRUST	1,000.00	SPDR S&P 500 ETF TRUST	^	163,445.00
	SPDR S&P 500 ETF TRUST	962.00	SPDR S&P 500 ETF TRUST	^	157,234.09
	SPDR S&P 500 ETF TRUST	823.00	SPDR S&P 500 ETF TRUST	^	134,515.24
	SPDR S&P EMERGING SMALL C	500.00	SPDR S&P EMERGING SMALL CAP ETF	^	24,120.00
	SPDR S&P EMERGING SMALL C	300.00	SPDR S&P EMERGING SMALL CAP ETF	^	14,472.00
	STADION MANAGED PORTFOLIO	5,202.37	STADION MANAGED PORTFOLIO TRUST-A	^	53,844.54
	STONE RIDGE HIGH REINSUR	1,902.02	STONE RIDGE HIGH REINSUR RISK-I	^	19,077.26
	STONE RIDGE HIGH REINSUR	1,472.78	STONE RIDGE HIGH REINSUR RISK-I	^	14,772.01

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SCHEDULE H PART IV, LINE 4(i) - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	STONE RIDGE HIGH REINSUR	1,540.96	STONE RIDGE HIGH REINSUR RISK-I	^	15,455.85
	STONE RIDGE HIGH REINSUR	1,033.94	STONE RIDGE HIGH REINSUR RISK-I	^	10,370.46
	STONE RIDGE HIGH REINSUR	1,039.85	STONE RIDGE HIGH REINSUR RISK-I	^	10,429.69
	STONE RIDGE REINSURANCE R	4,754.90	STONE RIDGE REINSURANCE RISK FD-I	^	47,548.99
	STONE RIDGE REINSURANCE R	3,682.46	STONE RIDGE REINSURANCE RISK FD-I	^	36,824.59
	STONE RIDGE REINSURANCE R	3,848.75	STONE RIDGE REINSURANCE RISK FD-I	^	38,487.54
	STONE RIDGE REINSURANCE R	2,582.51	STONE RIDGE REINSURANCE RISK FD-I	^	25,825.13
	STONE RIDGE REINSURANCE R	2,600.93	STONE RIDGE REINSURANCE RISK FD-I	^	26,009.31
	SUNAMERICA FOCUSED DVD ST	5,852.45	SUNAMERICA FOCUSED DVD STRATG-C	^	91,356.79
	SUNAMERICA FOCUSED DVD ST	3,919.91	SUNAMERICA FOCUSED DVD STRATG-C	^	61,189.83
	T ROWE PRICE INTL BD FUND	5,639.56	T ROWE PRICE INTL BD FUND # 76	^	53,632.23
	TCW EMRG MKTS INCOME FD-N	229.40	TCW EMRG MKTS INCOME FD-N	^	2,672.53
	TCW TOTAL RETURN BOND FD-	1,911.96	TCW TOTAL RETURN BOND FD-N # 4818	^	20,209.37
	TEMPLETON DEV MKTS A #711	2,021.63	TEMPLETON DEV MKTS A #711	^	46,921.96
	TEMPLETON EMERG MKTS INCM	600.00	TEMPLETON EMERG MKTS INCM FD D	^	9,228.00
	TEMPLETON GLOBAL INCOME F	1,000.00	TEMPLETON GLOBAL INCOME FD DEL	^	9,080.00
	THIRD AVENUE SMALL CAP VA	8.69	THIRD AVENUE SMALL CAP VALUE	^	222.74
	THORNBURG INTL VALUE FD C	721.89	THORNBURG INTL VALUE FD CL R1 499	^	20,877.20
	THORNBURG INTL VALUE FD-C	563.25	THORNBURG INTL VALUE FD-C# 639	^	15,218.99
	THORNBURG INTL VALUE FD-C	8,488.90	THORNBURG INTL VALUE FD-C# 639	^	229,370.13
	THORNBURG VALUE FUND CL R	433.86	THORNBURG VALUE FUND CL R1 467	^	16,308.83
	TORTOISE ENERGY INDEPENDE	8,850.00	TORTOISE ENERGY INDEPENDENC	^	219,568.50
	TORTOISE PIPELINE & ENERG	7,500.00	TORTOISE PIPELINE & ENERGY FUND	^	217,875.00
	TOUCHSTONE SMALL CAP CORE	2,801.30	TOUCHSTONE SMALL CAP CORE FUND-Y	^	54,345.16
	TWEEDY BROWNE AMERICAN VA	4,893.57	TWEEDY BROWNE AMERICAN VALUE	^	109,175.64
	TWEEDY BROWNE GLOBAL VALU	2,294.31	TWEEDY BROWNE GLOBAL VALUE FD# 001	^	58,757.41
	TWEEDY BROWNE GLOBAL VALU	2,919.40	TWEEDY BROWNE GLOBAL VALUE FD# 001	^	74,765.86
	VAN ECK GLOBAL HARD ASSET	36,610.00	VAN ECK GLOBAL HARD ASSETS FD CL A	^	1,597,660.36
	VANGUARD BOND INDEX SHORT	1,755.19	VANGUARD BOND INDEX SHORT TM BD 132	^	18,552.40
	VANGUARD DEVE FGN MKTS ST	20,060.50	VANGUARD DEVE FGN MKTS STK INDEX FD	^	208,027.36
	VANGUARD DEVE FGN MKTS ST	4,985.20	VANGUARD DEVE FGN MKTS STK INDEX FD	^	51,696.58
	VANGUARD DIVIDEND APPREC	800.00	VANGUARD DIVIDEND APPREC INDEX ETF	^	54,056.00
	VANGUARD DIVIDEND APPRECI	4,039.09	VANGUARD DIVIDEND APPRECIATION-INV	^	109,095.79
	VANGUARD EMRG MKT INDEX F	808.15	VANGUARD EMRG MKT INDEX FD-SG	^	27,121.68
	VANGUARD ENERGY ETF	100.00	VANGUARD ENERGY ETF	^	11,485.00
	VANGUARD ENERGY ETF	200.00	VANGUARD ENERGY ETF	^	22,970.00
	VANGUARD FTSE ALL WORLD X	200.00	VANGUARD FTSE ALL WORLD X-US SC ETF	^	18,872.00
	VANGUARD FTSE ALL WORLD X	363.00	VANGUARD FTSE ALL WORLD X-US SC ETF	^	34,252.68
	VANGUARD FTSE DEVELOPED M	2,540.00	VANGUARD FTSE DEVELOPED MARKETS ETF	^	94,462.60
	VANGUARD FTSE DEVELOPED M	4,625.00	VANGUARD FTSE DEVELOPED MARKETS ETF	^	172,003.75
	VANGUARD FTSE DEVELOPED M	500.00	VANGUARD FTSE DEVELOPED MARKETS ETF	^	18,595.00
	VANGUARD FTSE EMERGING MA	100.00	VANGUARD FTSE EMERGING MARKETS ETF	^	4,153.90
	VANGUARD FTSE EMERGING MA	1,315.00	VANGUARD FTSE EMERGING MARKETS ETF	^	54,623.79
	VANGUARD FTSE EMERGING MA	200.00	VANGUARD FTSE EMERGING MARKETS ETF	^	8,307.80
	VANGUARD FTSE EMERGING MA	700.00	VANGUARD FTSE EMERGING MARKETS ETF	^	29,077.30
	VANGUARD FXD INCM HI YLD	10,737.36	VANGUARD FXD INCM HI YLD CORP 029	^	65,712.66
	VANGUARD FXD INCM HI YLD	22,929.29	VANGUARD FXD INCM HI YLD CORP 029	^	140,327.27
	VANGUARD GLOBAL EX-US REA	356.00	VANGUARD GLOBAL EX-US REAL EST-ETF	^	19,651.20
	VANGUARD HEALTH CARE FD#5	1,078.75	VANGUARD HEALTH CARE FD#552-ADM	^	76,106.09
	VANGUARD HIGH DVD YIELD E	700.00	VANGUARD HIGH DVD YIELD ETF	^	39,809.00
	VANGUARD INFLAT-PROTECTED	2,245.15	VANGUARD INFLAT-PROTECTED SEC-IV#119	^	31,252.49

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SCHEDULE H PART IV, LINE 4(i) - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	VANGUARD INTERMED TERM CO	23,308.13	VANGUARD INTERMED TERM CORP FD #71	^	234,712.90
	VANGUARD INTERMEDIATE-TER	500.00	VANGUARD INTERMEDIATE-TERM B ETF	^	43,025.00
	VANGUARD INTERMEDIATE-TER	2,335.00	VANGUARD INTERMEDIATE-TERM C ETF	^	200,366.35
	VANGUARD INTERMEDIATE-TER	1,920.00	VANGUARD INTERMEDIATE-TERM C ETF	^	164,755.20
	VANGUARD INTL EQUITY INDE	500.00	VANGUARD INTL EQUITY INDEX FDS	^	23,255.00
	VANGUARD INTRM-TERM INVT	12,470.98	VANGUARD INTRM-TERM INVT GR-ADM 0571	^	125,582.82
	VANGUARD LARGE CAP INX-IN	3,644.50	VANGUARD LARGE CAP INX-INV # 307	^	110,064.02
	VANGUARD LARGE CAP INX-IN	5,246.80	VANGUARD LARGE CAP INX-INV # 307	^	158,453.39
	VANGUARD LIFESTRAT CONSER	4,649.32	VANGUARD LIFESTRAT CONSERV GRTH #724	^	81,781.57
	VANGUARD MID CAP INDEX FD	2,747.47	VANGUARD MID CAP INDEX FD #859	^	72,148.69
	VANGUARD MID CAP INDEX FD	1,258.31	VANGUARD MID CAP INDEX FD #859	^	33,043.22
	VANGUARD MID-CAP VIPERS E	920.00	VANGUARD MID-CAP VIPERS ETF	^	88,550.00
	VANGUARD REIT ETF	236.00	VANGUARD REIT ETF	^	16,704.08
	VANGUARD REIT ETF	287.00	VANGUARD REIT ETF	^	20,313.86
	VANGUARD REIT ETF	704.00	VANGUARD REIT ETF	^	49,829.12
	VANGUARD REIT INDEX PORTF	3,007.82	VANGUARD REIT INDEX PORTFOLIO #123	^	70,713.75
	VANGUARD REIT INDEX PORTF	785.22	VANGUARD REIT INDEX PORTFOLIO #123	^	18,460.48
	VANGUARD S/T INVT GRADE B	21,590.49	VANGUARD S/T INVT GRADE BD FD 039	^	232,529.59
	VANGUARD S/T INVT GRADE B	5,565.82	VANGUARD S/T INVT GRADE BD FD 039	^	59,943.84
	VANGUARD SHORT TERM CORP	6,169.09	VANGUARD SHORT TERM CORP FD-ADM 539	^	66,441.10
	VANGUARD SMALL CAP GROWTH	500.00	VANGUARD SMALL CAP GROWTH ETF	^	51,955.00
	VANGUARD SMALL CAP VALUE	586.00	VANGUARD SMALL CAP VALUE ETF	^	49,681.08
	VANGUARD SMALL-CAP ETF	380.00	VANGUARD SMALL-CAP ETF	^	35,989.80
	VANGUARD SMALL-CAP ETF	630.00	VANGUARD SMALL-CAP ETF	^	59,667.30
	VANGUARD SMALL-CAP INDEX	1,629.69	VANGUARD SMALL-CAP INDEX FUND # 48	^	73,890.05
	VANGUARD SMALL-CAP INDEX	692.45	VANGUARD SMALL-CAP INDEX FUND # 48	^	31,395.82
	VANGUARD TOT WORLD STK IN	1,600.00	VANGUARD TOT WORLD STK INDEX ETF	^	85,408.00
	VANGUARD TOTAL BD MKT FD	200.00	VANGUARD TOTAL BD MKT FD ETF	^	16,480.00
	VANGUARD TOTAL BOND MKT I	4,185.63	VANGUARD TOTAL BOND MKT INDEX 084	^	45,497.77
	VANGUARD TOTAL BOND MKT I	2,733.72	VANGUARD TOTAL BOND MKT INDEX 084	^	29,715.50
	VANGUARD TOTAL INTL STOCK	525.00	VANGUARD TOTAL INTL STOCK INDEX-ETF	^	25,205.30
	VANGUARD VALUE ETF	726.00	VANGUARD VALUE ETF	^	49,883.46
	VANGUARD VALUE ETF	870.00	VANGUARD VALUE ETF	^	59,777.70
	VANGUARD VALUE ETF	1,345.00	VANGUARD VALUE ETF	^	92,414.95
	VANGUARD VALUE ETF	1,218.00	VANGUARD VALUE ETF	^	83,688.78
	VIRTUS GLOBAL MULTI-SEC I	25,629.00	VIRTUS GLOBAL MULTI-SEC INC	^	470,035.86
	WALDEN SMALL CAP INNOVATI	3,983.48	WALDEN SMALL CAP INNOVATIONS FUND	^	75,287.87
	WALDEN SMID CAP INNOVATON	2,652.52	WALDEN SMID CAP INNOVATONS	^	33,023.87
	WELLS FARGO ADV EMG MKT E	540.83	WELLS FARGO ADV EMG MKT EQ-FD-C	^	9,702.54
	WELLS FARGO ADV EMG MKT E	261.77	WELLS FARGO ADV EMG MKT EQ-FD-C	^	4,696.14
	WELLS FARGO ADV GWTH FD -	535.93	WELLS FARGO ADV GWTH FD -C	^	21,919.74
	WELLS FARGO ADV PREM LG-C	5,520.73	WELLS FARGO ADV PREM LG-C	^	58,906.23
	WELLS FARGO ADV PREM LG-C	3,181.34	WELLS FARGO ADV PREM LG-C	^	33,944.86
	WELLS FARGO S/TERM BD-INV	2,342.84	WELLS FARGO S/TERM BD-INV # 3216	^	20,616.97
	WELLS FARGO SH DUR GOV BD	2,170.29	WELLS FARGO SH DUR GOV BD-ADM # 935	^	22,202.11
	WELLS FARGO SH DUR GOV BD	3,624.77	WELLS FARGO SH DUR GOV BD-ADM # 935	^	37,081.39
	WESTCORE PLUS BOND FUND	4,175.94	WESTCORE PLUS BOND FUND	^	46,144.18
	WESTCORE SMALL-CAP VALUE	2,042.17	WESTCORE SMALL-CAP VALUE FUND	^	29,999.52
	WISDOMTREE AUSTRALIA & NE	2,200.00	WISDOMTREE AUSTRALIA & NEW Z ETF	^	46,178.00
	WISDOMTREE AUSTRALIA & NE	800.00	WISDOMTREE AUSTRALIA & NEW Z ETF	^	16,792.00
	WISDOMTREE EM SMALL CAP E	1,036.36	WISDOMTREE EM SMALL CAP ETF	^	52,564.03

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(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	WISDOMTREE EM SMALL CAP E	542.78	WISDOMTREE EM SMALL CAP ETF	^	27,529.70
	WISDOMTREE EM SMALL CAP E	565.70	WISDOMTREE EM SMALL CAP ETF	^	28,692.20
	WISDOMTREE EM SMALL CAP E	528.89	WISDOMTREE EM SMALL CAP ETF	^	26,825.45
	WISDOMTREE EM SMALL CAP E	376.53	WISDOMTREE EM SMALL CAP ETF	^	19,097.75
	WISDOMTREE EM SMALL CAP E	379.31	WISDOMTREE EM SMALL CAP ETF	^	19,238.50
	WISDOMTREE EMERGING MARKE	50.00	WISDOMTREE EMERGING MARKETS EQUITY	^	2,660.50
	WISDOMTREE EMERGING MKTS	100.00	WISDOMTREE EMERGING MKTS DEBT-ETF	^	5,021.00
	WISDOMTREE INTL S/C DVD F	744.00	WISDOMTREE INTL S/C DVD FD ETF	^	41,336.64
	WISDOMTREE SMALL CAP DIVI	100.00	WISDOMTREE SMALL CAP DIVIDEND FD ETF	^	5,826.00
	YACKTMAN FOCUSED FUND	667.45	YACKTMAN FOCUSED FUND	^	15,925.40
		16,532,847.27	**TOTAL MUTUAL FUNDS**		**329,871,530.02**
	NOTES, MORTGAGES & CONTRACTS				
	PARTICIPANT LOANS				
*	PAUL HASTINGS MASTER NOTE	4,552,718.62	SECURED BY VESTED INTEREST 5.25% TO 10.00%	^	4,552,718.62
		4,552,718.62	**TOTAL PARTICIPANT LOANS**		4,552,718.62
	OTHER LOANS				
	ASTOUND LABS INC 0.28	50,000.00	ASTOUND LABS INC 0.280% 6/30/13	^	50,000.00
	BANCROFT ROW LLC 10.00	35,000.00	BANCROFT ROW LLC 10.000% 6/19/14	^	35,000.00
	BLENDAGRAM, INC 0.25	50,000.00	BLENDAGRAM, INC 0.250% 4/30/13	^	50,000.00
	CAPITOL INVESTMENTS 12.00	127,500.00	CAPITOL INVESTMENTS 12.000% 4/22/09	^	0.00
	DARRETTA, DANIEL 6.00	108,821.33	DARRETTA, DANIEL 6.000% 12/23/15	^	108,821.33
	MEEXO INC CONV 0.25	25,000.00	MEEXO INC CONV 0.250% 12/31/13	^	25,000.00
	MOVIO NETWORK INC 5.00	10,000.00	MOVIO NETWORK INC 5.000% 3/31/14	^	10,000.00
	RALLYON INC 8.00	50,000.00	RALLYON INC 8.000% 8/13/13	^	50,000.00
	ROSENDORF, STEVEN 4.00	300,000.00	ROSENDORF, STEVEN 4.000% 10/19/17	^	300,000.00
		756,321.33	**TOTAL OTHER LOANS**		628,821.33
		5,309,039.95	**TOTAL NOTES, MORTGAGES & CONTRACTS**		**5,181,539.95**
	MISCELLANEOUS				
	PARTNERSHIPS				
	2364 VENTURA BLVD INVESTO	0.05	2364 VENTURA BLVD INVESTORS LLC	^	4,000.00
	26 BRIX, LLC	2,500.00	26 BRIX, LLC	^	25,000.00
	ABINGDON FUTURES FUND LP	56.72	ABINGDON FUTURES FUND LP	^	61,338.08
	BEAR STEARNS PRIVATE EQTY	1.00	BEAR STEARNS PRIVATE EQTY OPP II LP	^	350,717.00
	BEAR STEARNS PRIVATE EQTY	1.00	BEAR STEARNS PRIVATE EQTY OPP II LP	^	350,717.00
	BEAR STEARNS VENTURE PART	1.00	BEAR STEARNS VENTURE PARTNERS L P	^	243,300.00
	BHM DISCRETIONARY FUTURES	101.16	BHM DISCRETIONARY FUTURES FUND, LP	^	79,827.03
	BLACKSTONE GROUP L P	600.00	BLACKSTONE GROUP L P	^	13,134.00
	BRISTOL ENERGY FUND LP	23.98	BRISTOL ENERGY FUND LP	^	35,029.50
	CALIFORNIA COMMUNITY LLC	2,501.00	CALIFORNIA COMMUNITY LLC CL A LP	^	33,463.38

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	CATALYST INVESTORS L P	1.10	CATALYST INVESTORS L P	^	20,468.00
	CATALYST INVESTORS L P	1.10	CATALYST INVESTORS L P	^	20,468.00
	CAVALIER CAPITAL PARTNERS	20,000.00	CAVALIER CAPITAL PARTNERS, LP	^	20,196.98
	COASTVIEW EQUITY PARTNERS	206,680.27	COASTVIEW EQUITY PARTNERS LP	^	277,140.67
	DIVERSIFIED PACIFIC OPP F	75,000.00	DIVERSIFIED PACIFIC OPP FUND I LLC	^	77,756.03
	ENERGY TRANSFER EQUITY LP	250.00	ENERGY TRANSFER EQUITY LP	^	14,290.00
	ENTERPRISE PRODS PARTNERS	700.00	ENTERPRISE PRODS PARTNERS L P	^	41,573.00
	FAIRFIELD FUTURES FUND II	46.66	FAIRFIELD FUTURES FUND II LP	^	35,627.41
	FUTURES PORTFOLIO FUND, L	4.98	FUTURES PORTFOLIO FUND, LP SERIES A	^	22,118.03
	KINDER MORGAN ENGY PARTNE	700.00	KINDER MORGAN ENGY PARTNERS L P INT	^	58,380.00
	KINDER MORGAN ENGY PARTNE	150.00	KINDER MORGAN ENGY PARTNERS L P INT	^	12,510.00
	KRG CAPITAL FUND II L P	1.35	KRG CAPITAL FUND II L P	^	12,433.00
	KRG CAPITAL FUND IV LP	2.21	KRG CAPITAL FUND IV LP	^	131,515.17
	LBC CREDIT PARTNERS PARAL	106,629.85	LBC CREDIT PARTNERS PARALLEL, LP	^	20,251.67
	LEM REAL ESTATE MEZZANINE	1.21	LEM REAL ESTATE MEZZANINE FD L P	^	22,980.87
	LEM REAL ESTATE MEZZANINE	1.21	LEM REAL ESTATE MEZZANINE FD L P	^	22,980.87
	RANCON REALTY FUND V L P	5.00	RANCON REALTY FUND V L P	^	2,200.00
	RANCON REALTY FUND V L P	5.00	RANCON REALTY FUND V L P	^	2,200.00
	ROSEBUD INTERNATIONAL HOL	40,000.00	ROSEBUD INTERNATIONAL HOLDINGS LLC	^	40,000.00
	ROSEBUD INTERNATIONAL HOL	160,000.00	ROSEBUD INTERNATIONAL HOLDINGS LLC	^	160,000.00
	ROSEBUD RLH II LLC	512,446.00	ROSEBUD RLH II LLC	^	512,446.00
	ROSEBUD RLH II LLC	341,631.00	ROSEBUD RLH II LLC	^	341,631.00
	ROSEBUD RLH III, LLC	48,300.00	ROSEBUD RLH III, LLC	^	48,300.00
	ROSEBUD RLH III, LLC	48,300.00	ROSEBUD RLH III, LLC	^	48,300.00
	ROSEBUD RLH LLC	122,625.00	ROSEBUD RLH LLC	^	78,714.95
	SEVEN HILLS GROUP LLC	5,000.00	SEVEN HILLS GROUP LLC	^	38,697.50
	SKB ACC II, LLC	10,000.00	SKB ACC II, LLC	^	10,000.00
	SKB QUALIFIED FD I LP	241,511.31	SKB QUALIFIED FD I LP	^	24,299.90
	SOMERSET BAILEY CREEK INV	200,000.00	SOMERSET BAILEY CREEK INVESTORS,LLC	^	200,000.00
	SOMERSET MULTIFAMILY INVE	164.80	SOMERSET MULTIFAMILY INVESTORS FD I	^	164,835.17
	SOMERSET STEEPLECHASE APR	200,000.00	SOMERSET STEEPLECHASE APRTS HLDG LLC	^	200,000.00
	SUPERFUND GOLD, LP SERIES	9.69	SUPERFUND GOLD, LP SERIES A	^	13,540.95
	TENNENBAUM OPPORTUNITIES	7.08	TENNENBAUM OPPORTUNITIES FD V, LLC	^	69,862.00
	TENNENBAUM OPPORTUNITIES	158,542.33	TENNENBAUM OPPORTUNITIES FUND VI LLC	^	116,878.04
	WESTERLY PARTNERS LP	279,807.00	WESTERLY PARTNERS LP	^	356,915.93
	WESTSIDE CAPITAL PARTNERS	73,132.00	WESTSIDE CAPITAL PARTNERS LLC	^	73,132.00
	WESTSIDE SACRAMENTO INVES	27,373.00	WESTSIDE SACRAMENTO INVESTORS LLC	^	27,373.00
		2,884,815.06	**TOTAL PARTNERSHIPS**		4,536,542.13
OTHER ASSETS					
	ARCELORMITTAL 4.50	30,000.00	ARCELORMITTAL 4.500% 2/25/17	^	31,200.00
	ARCELORMITTAL SA LUX 5.37	30,000.00	ARCELORMITTAL SA LUX 5.375% 6/01/13	^	30,000.00
	BANK OF MONTREAL 2.12	5,000.00	BANK OF MONTREAL 2.125% 6/28/13	^	5,005.85
	BARCLAYS BK V/R 1.317	10,000.00	BARCLAYS BK V/R 1.3171% 1/13/14	^	10,055.20
	BK OF MONTREAL V/R 0.7432	30,000.00	BK OF MONTREAL V/R 0.74325% 4/29/14	^	30,122.40
	BP CAP MKTS PLC V/R 0.85	10,000.00	BP CAP MKTS PLC V/R 0.859% 3/11/14	^	10,041.70
	CREDIT SUISSE V/R 1.2631	10,000.00	CREDIT SUISSE V/R 1.26313% 1/14/14	^	10,050.40
	ESCROW CDC LIQUIDATING TR	20.00	ESCROW CDC LIQUIDATING TRUST ESC	^	0.00
	IMS LITMAN/GREGORY #5 #960010387	81,645.00	IMS LITMAN/GREGORY #5 #960010387	^	121,752.37

Paul, Hastings, Janofsky & Walker, LLP
Defined Contribution Retirement Plan

EIN: 95-2209675 PN: 001

ATTACHMENT TO 2012 FORM 5500

SCHEDULE H PART IV, LINE 4(i) - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
	IMS WILSH 5 GROWTH #960010373	57,322.00	IMS WILSH 5 GROWTH #960010373	^	116,623.04
	LLOYDS TSB BK V/R 2.625	10,000.00	LLOYDS TSB BK V/R 2.6251% 1/24/14	^	10,137.20
	PETROBRAS INTL FIN 2.87	30,000.00	PETROBRAS INTL FIN 2.875% 2/06/15	^	30,400.20
	POTASH CORP SASK INC 3.75	30,000.00	POTASH CORP SASK INC 3.750% 9/30/15	^	32,043.90
	PUT ON SPY @ 154.00	1,500.00	PUT ON SPY @ 154.00 6/22/13	^	690.00
	ROYAL BK SCOTL V/R 2.694	10,000.00	ROYAL BK SCOTL V/R 2.6941% 8/23/13	^	10,040.90
	SANOFI AVENTIS 2.62	15,000.00	SANOFI AVENTIS 2.625% 3/29/16	^	15,743.70
	UBS AG STAMFORD CT 2.25	10,000.00	UBS AG STAMFORD CT 2.250% 1/28/14	^	10,096.30
	WESTPAC BKG V/R 1.032	10,000.00	WESTPAC BKG V/R 1.0328% 12/09/13	^	10,039.00
		380,487.00	**TOTAL OTHER ASSETS**		484,042.16
		3,265,302.06	**TOTAL MISCELLANEOUS**		**5,020,584.29**
			PRINCIPAL CASH		**378,521.48**
			TOTAL ASSETS		**434,623,887.12**
					==========

***** Denotes Party-In-Interest asset

^ Cost Information not provided as assets are part of an individual account plan that participants and beneficiaries directed with respect to assets allocated to his or her account.

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Defined Contribution Retirement Plan

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ATTACHMENT TO 2012 FORM 5500

SCHEDULE H PART IV, LINE 4(i) - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(e) CURRENT VALUE
	VANGUARD S/T INVT GRADE B	5,565.82	VANGUARD S/T INVT GRADE BD FD 039	59,943.84
	VANGUARD SHORT TERM CORP	6,169.09	VANGUARD SHORT TERM CORP FD-ADM 539	66,441.10
	VANGUARD SMALL CAP GROWTH	500.00	VANGUARD SMALL CAP GROWTH ETF	51,955.00
	VANGUARD SMALL CAP VALUE	586.00	VANGUARD SMALL CAP VALUE ETF	49,681.08
	VANGUARD SMALL-CAP ETF	380.00	VANGUARD SMALL-CAP ETF	35,989.80
	VANGUARD SMALL-CAP ETF	630.00	VANGUARD SMALL-CAP ETF	59,667.30
	VANGUARD SMALL-CAP INDEX	1,629.69	VANGUARD SMALL-CAP INDEX FUND # 48	73,890.05
	VANGUARD SMALL-CAP INDEX	692.45	VANGUARD SMALL-CAP INDEX FUND # 48	31,395.82
	VANGUARD TOT WORLD STK IN	1,600.00	VANGUARD TOT WORLD STK INDEX ETF	85,408.00
	VANGUARD TOTAL BD MKT FD	200.00	VANGUARD TOTAL BD MKT FD ETF	16,480.00
	VANGUARD TOTAL BOND MKT I	4,185.63	VANGUARD TOTAL BOND MKT INDEX 084	45,497.77
	VANGUARD TOTAL BOND MKT I	2,733.72	VANGUARD TOTAL BOND MKT INDEX 084	29,715.50
	VANGUARD TOTAL INTL STOCK	525.00	VANGUARD TOTAL INTL STOCK INDEX-ETF	25,205.30
	VANGUARD VALUE ETF	726.00	VANGUARD VALUE ETF	49,883.46
	VANGUARD VALUE ETF	870.00	VANGUARD VALUE ETF	59,777.70
	VANGUARD VALUE ETF	1,345.00	VANGUARD VALUE ETF	92,414.95
	VANGUARD VALUE ETF	1,218.00	VANGUARD VALUE ETF	83,688.78
	VIRTUS GLOBAL MULTI-SEC I	25,629.00	VIRTUS GLOBAL MULTI-SEC INC	470,035.86
	WALDEN SMALL CAP INNOVATI	3,983.48	WALDEN SMALL CAP INNOVATIONS FUND	75,287.87
	WALDEN SMID CAP INNOVATON	2,652.52	WALDEN SMID CAP INNOVATONS	33,023.87
	WELLS FARGO ADV EMG MKT E	540.83	WELLS FARGO ADV EMG MKT EQ-FD-C	9,702.54
	WELLS FARGO ADV EMG MKT E	261.77	WELLS FARGO ADV EMG MKT EQ-FD-C	4,696.14
	WELLS FARGO ADV GWTH FD -	535.93	WELLS FARGO ADV GWTH FD -C	21,919.74
	WELLS FARGO ADV PREM LG-C	5,520.73	WELLS FARGO ADV PREM LG-C	58,906.23
	WELLS FARGO ADV PREM LG-C	3,181.34	WELLS FARGO ADV PREM LG-C	33,944.86
	WELLS FARGO S/TERM BD-INV	2,342.84	WELLS FARGO S/TERM BD-INV # 3216	20,616.97
	WELLS FARGO SH DUR GOV BD	2,170.29	WELLS FARGO SH DUR GOV BD-ADM # 935	22,202.11
	WELLS FARGO SH DUR GOV BD	3,624.77	WELLS FARGO SH DUR GOV BD-ADM # 935	37,081.39
	WESTCORE PLUS BOND FUND	4,175.94	WESTCORE PLUS BOND FUND	46,144.18
	WESTCORE SMALL-CAP VALUE	2,042.17	WESTCORE SMALL-CAP VALUE FUND	29,999.52
	WISDOMTREE AUSTRALIA & NE	2,200.00	WISDOMTREE AUSTRALIA & NEW Z ETF	46,178.00
	WISDOMTREE AUSTRALIA & NE	800.00	WISDOMTREE AUSTRALIA & NEW Z ETF	16,792.00
	WISDOMTREE EM SMALL CAP E	1,036.36	WISDOMTREE EM SMALL CAP ETF	52,564.03
	WISDOMTREE EM SMALL CAP E	542.78	WISDOMTREE EM SMALL CAP ETF	27,529.70
	WISDOMTREE EM SMALL CAP E	565.70	WISDOMTREE EM SMALL CAP ETF	28,692.20
	WISDOMTREE EM SMALL CAP E	528.89	WISDOMTREE EM SMALL CAP ETF	26,825.45
	WISDOMTREE EM SMALL CAP E	376.53	WISDOMTREE EM SMALL CAP ETF	19,097.75
	WISDOMTREE EM SMALL CAP E	379.31	WISDOMTREE EM SMALL CAP ETF	19,238.50
	WISDOMTREE EMERGING MARKE	50.00	WISDOMTREE EMERGING MARKETS EQUITY	2,660.50
	WISDOMTREE EMERGING MKTS	100.00	WISDOMTREE EMERGING MKTS DEBT-ETF	5,021.00
	WISDOMTREE INTL S/C DVD F	744.00	WISDOMTREE INTL S/C DVD FD ETF	41,336.64
	WISDOMTREE SMALL CAP DIVI	100.00	WISDOMTREE SMALL CAP DIVIDEND FD ETF	5,826.00
	YACKTMAN FOCUSED FUND	667.45	YACKTMAN FOCUSED FUND	15,925.40
		16,532,847.27	**TOTAL MUTUAL FUNDS**	**329,871,530.02**

Paul, Hastings, Janofsky & Walker, LLP
Defined Contribution Retirement Plan

EIN: 95-2209675 PN: 001

ATTACHMENT TO 2012 FORM 5500

SCHEDULE H PART IV, LINE 4(i) - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(e) CURRENT VALUE
	NOTES, MORTGAGES & CONTRACTS			
	PARTICIPANT LOANS			
*	PAUL HASTINGS MASTER NOTE	4,552,718.62	SECURED BY VESTED INTEREST 5.25% TO 10.00%	4,552,718.62
		4,552,718.62	**TOTAL PARTICIPANT LOANS**	4,552,718.62
	OTHER LOANS			
	ASTOUND LABS INC 0.28	50,000.00	ASTOUND LABS INC 0.280% 6/30/13	50,000.00
	BANCROFT ROW LLC 10.00	35,000.00	BANCROFT ROW LLC 10.000% 6/19/14	35,000.00
	BLENDAGRAM, INC 0.25	50,000.00	BLENDAGRAM, INC 0.250% 4/30/13	50,000.00
	CAPITOL INVESTMENTS 12.00	127,500.00	CAPITOL INVESTMENTS 12.000% 4/22/09	0.00
	DARRETTA, DANIEL 6.00	108,821.33	DARRETTA, DANIEL 6.000% 12/23/15	108,821.33
	MEEXO INC CONV 0.25	25,000.00	MEEXO INC CONV 0.250% 12/31/13	25,000.00
	MOVIO NETWORK INC 5.00	10,000.00	MOVIO NETWORK INC 5.000% 3/31/14	10,000.00
	RALLYON INC 8.00	50,000.00	RALLYON INC 8.000% 8/13/13	50,000.00
	ROSENDORF, STEVEN 4.00	300,000.00	ROSENDORF, STEVEN 4.000% 10/19/17	300,000.00
		756,321.33	**TOTAL OTHER LOANS**	628,821.33
		5,309,039.95	**TOTAL NOTES, MORTGAGES & CONTRACTS**	**5,181,539.95**
	MISCELLANEOUS			
	PARTNERSHIPS			
	2364 VENTURA BLVD INVESTO	0.05	2364 VENTURA BLVD INVESTORS LLC	4,000.00
	26 BRIX, LLC	2,500.00	26 BRIX, LLC	25,000.00
	ABINGDON FUTURES FUND LP	56.72	ABINGDON FUTURES FUND LP	61,338.08
	BEAR STEARNS PRIVATE EQTY	1.00	BEAR STEARNS PRIVATE EQTY OPP II LP	350,717.00
	BEAR STEARNS PRIVATE EQTY	1.00	BEAR STEARNS PRIVATE EQTY OPP II LP	350,717.00
	BEAR STEARNS VENTURE PART	1.00	BEAR STEARNS VENTURE PARTNERS L P	243,300.00
	BHM DISCRETIONARY FUTURES	101.16	BHM DISCRETIONARY FUTURES FUND, LP	79,827.03
	BLACKSTONE GROUP L P	600.00	BLACKSTONE GROUP L P	13,134.00
	BRISTOL ENERGY FUND LP	23.98	BRISTOL ENERGY FUND LP	35,029.50
	CALIFORNIA COMMUNITY LLC	2,501.00	CALIFORNIA COMMUNITY LLC CL A LP	33,463.38
	CATALYST INVESTORS L P	1.10	CATALYST INVESTORS L P	20,468.00
	CATALYST INVESTORS L P	1.10	CATALYST INVESTORS L P	20,468.00
	CAVALIER CAPITAL PARTNERS	20,000.00	CAVALIER CAPITAL PARTNERS, LP	20,196.98
	COASTVIEW EQUITY PARTNERS	206,680.27	COASTVIEW EQUITY PARTNERS LP	277,140.67
	DIVERSIFIED PACIFIC OPP F	75,000.00	DIVERSIFIED PACIFIC OPP FUND I LLC	77,756.03
	ENERGY TRANSFER EQUITY LP	250.00	ENERGY TRANSFER EQUITY LP	14,290.00
	ENTERPRISE PRODS PARTNERS	700.00	ENTERPRISE PRODS PARTNERS L P	41,573.00
	FAIRFIELD FUTURES FUND II	46.66	FAIRFIELD FUTURES FUND II LP	35,627.41

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AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(e) CURRENT VALUE
	FUTURES PORTFOLIO FUND, L	4.98	FUTURES PORTFOLIO FUND, LP SERIES A	22,118.03
	KINDER MORGAN ENGY PARTNE	700.00	KINDER MORGAN ENGY PARTNERS L P INT	58,380.00
	KINDER MORGAN ENGY PARTNE	150.00	KINDER MORGAN ENGY PARTNERS L P INT	12,510.00
	KRG CAPITAL FUND II L P	1.35	KRG CAPITAL FUND II L P	12,433.00
	KRG CAPITAL FUND IV LP	2.21	KRG CAPITAL FUND IV LP	131,515.17
	LBC CREDIT PARTNERS PARAL	106,629.85	LBC CREDIT PARTNERS PARALLEL, LP	20,251.67
	LEM REAL ESTATE MEZZANINE	1.21	LEM REAL ESTATE MEZZANINE FD L P	22,980.87
	LEM REAL ESTATE MEZZANINE	1.21	LEM REAL ESTATE MEZZANINE FD L P	22,980.87
	RANCON REALTY FUND V L P	5.00	RANCON REALTY FUND V L P	2,200.00
	RANCON REALTY FUND V L P	5.00	RANCON REALTY FUND V L P	2,200.00
	ROSEBUD INTERNATIONAL HOL	40,000.00	ROSEBUD INTERNATIONAL HOLDINGS LLC	40,000.00
	ROSEBUD INTERNATIONAL HOL	160,000.00	ROSEBUD INTERNATIONAL HOLDINGS LLC	160,000.00
	ROSEBUD RLH II LLC	512,446.00	ROSEBUD RLH II LLC	512,446.00
	ROSEBUD RLH II LLC	341,631.00	ROSEBUD RLH II LLC	341,631.00
	ROSEBUD RLH III, LLC	48,300.00	ROSEBUD RLH III, LLC	48,300.00
	ROSEBUD RLH III, LLC	48,300.00	ROSEBUD RLH III, LLC	48,300.00
	ROSEBUD RLH LLC	122,625.00	ROSEBUD RLH LLC	78,714.95
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	SOMERSET STEEPLECHASE APR	200,000.00	SOMERSET STEEPLECHASE APRTS HLDG LLC	200,000.00
	SUPERFUND GOLD, LP SERIES	9.69	SUPERFUND GOLD, LP SERIES A	13,540.95
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	TENNENBAUM OPPORTUNITIES	158,542.33	TENNENBAUM OPPORTUNITIES FUND VI LLC	116,878.04
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	WESTSIDE CAPITAL PARTNERS	73,132.00	WESTSIDE CAPITAL PARTNERS LLC	73,132.00
	WESTSIDE SACRAMENTO INVES	27,373.00	WESTSIDE SACRAMENTO INVESTORS LLC	27,373.00
		2,884,815.06	**TOTAL PARTNERSHIPS**	4,536,542.13
	OTHER ASSETS			
	ARCELORMITTAL 4.50	30,000.00	ARCELORMITTAL 4.500% 2/25/17	31,200.00
	ARCELORMITTAL SA LUX 5.37	30,000.00	ARCELORMITTAL SA LUX 5.375% 6/01/13	30,000.00
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	BARCLAYS BK V/R 1.317	10,000.00	BARCLAYS BK V/R 1.3171% 1/13/14	10,055.20
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	BP CAP MKTS PLC V/R 0.85	10,000.00	BP CAP MKTS PLC V/R 0.859% 3/11/14	10,041.70
	CREDIT SUISSE V/R 1.2631	10,000.00	CREDIT SUISSE V/R 1.26313% 1/14/14	10,050.40
	ESCROW CDC LIQUIDATING TR	20.00	ESCROW CDC LIQUIDATING TRUST ESC	0.00
	IMS LITMAN/GREGORY #5 #960010387	81,645.00	IMS LITMAN/GREGORY #5 #960010387	121,752.37
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	LLOYDS TSB BK V/R 2.625	10,000.00	LLOYDS TSB BK V/R 2.6251% 1/24/14	10,137.20
	PETROBRAS INTL FIN 2.87	30,000.00	PETROBRAS INTL FIN 2.875% 2/06/15	30,400.20

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SCHEDULE H PART IV, LINE 4(i) - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF MAY 31, 2013

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY		(c) DESCRIPTION OF INVESTMENT	(e) CURRENT VALUE
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	PUT ON SPY @ 154.00	1,500.00	PUT ON SPY @ 154.00 6/22/13	690.00
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	UBS AG STAMFORD CT 2.25	10,000.00	UBS AG STAMFORD CT 2.250% 1/28/14	10,096.30
	WESTPAC BKG V/R 1.032	10,000.00	WESTPAC BKG V/R 1.0328% 12/09/13	10,039.00
		380,487.00	**TOTAL OTHER ASSETS**	484,042.16
		3,265,302.06	**TOTAL MISCELLANEOUS**	**5,020,584.29**
			PRINCIPAL CASH	**378,521.48**
			TOTAL ASSETS	**434,623,887.12**

* Denotes Party-In-Interest asset

^ Cost Information not provided as assets are part of an individual account plan that participants and beneficiaries directed with respect to assets allocated to his or her account.

SCHEDULE H, LINE 4i, SCHEDULE OF ASSETS (HELD AT END OF YEAR) *
MAY 31, 2013

* See attached financial statements with auditor's report.