The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 FORM 13F

FORM 13F COVER PAGE

OMB APPROVAL

OMB Number: 3235-0006

Expires: Oct 31, 2018

Estimated average burden

hours per response:

per 23.8

Report for the Calendar Year or Quarter Ended: 09-30-2013
Check here if Amendment Amendment Number:
This Amendment (Check only one.): is a restatement.

adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: ALLSTATE CORP Address: 2775 SANDERS ROAD

NORTHBROOK, IL 60062-7127

Form 13F File Number:

028-14491

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: PAUL SCHUTT

Title: VICE PRESIDENT INVESTMENT FINANCE

Phone: 847-402-5169 Signature, Place, and Date of Signing:

/s/ PAUL SCHUTT NORTHBROOK, IL 11-12-2013
[Signature] [City, State] [Date]

Report Type (Check only one.):

13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

X 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:

[If there are no entries in this list, omit this section.]

Form 13F File Name

Number

028-05909 RHUMBLINE ADVISERS 028-04295 BLACKROCK ADVISORS LLC

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 2
Form 13F Information Table Entry Total: 139
Form 13F Information Table Value Total: 2,575,998
(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

No.	Form 13F Fi. Number	le Name
11	028-04302	ALLSTATE INVESTMENT MANAGEMENT CO
12	028-10298	ALLSTATE INVESTMENTS LLC

The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 FORM 13F

FORM 13F INFORMATION TABLE

OMB APPROVAL

3235-OMB Number: 0006

Oct 31, Expires: 2018

Estimated average burden

hours per

23.8 response:

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN	5		COLUMN 6	COLUMN 7	COLUMN	8	
			VALUE	SHRS OR	SH/	PUT/	INVESTMENT	OTHER	VOTING A	AUTHORIT	Ϋ́
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(x\$1000)	PRN AMT	PRN	CALL	DISCRETION	MANAGER	SOLE	SHARED	NONI
ЗМ СО	COMMON	88579Y101	5,967	49,969	SH		SOLE	12	49,969	0	0
ABBOTT LABS	COMMON	002824100	4,984	150,163	SH		SOLE	12	150,163	0	0
ADVANCE AUTO PARTS INC	COMMON	00751Y106	19,133	231,405	SH		SOLE	12	231,405	0	0
AGILENT TECHNOLOGIES INC	COMMON	00846U101	7,379	143,972	SH		SOLE	12	143,972	0	0
AGRIUM INC	COMMON FOREIGN	008916108	6,149	73,171	SH		SOLE	12	73,171	0	0
AIR PRODS & CHEMS INC	COMMON	009158106	6,296	59,083	SH		SOLE	12	59,083	0	0
ALLERGAN INC	COMMON	018490102	44,647	493,611	SH		SOLE	12	493,611	0	0
AMERICAN ELEC PWR INC	COMMON	025537101	22,484	518,660	SH		SOLE	12	518,660	0	0
APPLE INC	COMMON	037833100	32,419	68,000	SH		SOLE	12	68,000	0	0
AT&T INC		00206R102	4,840	143,117	SH		SOLE	12	143,117	0	0
BANK N S HALIFAX	COMMON FOREIGN	064149107	12,220	213,006	SH		SOLE	11	213,006	0	0
BAXTER INTL INC	COMMON	071813109	4,976	75,755	SH		SOLE	12	75,755	0	0
BEMIS INC	COMMON	081437105	5,288	135,554	SH		SOLE	12	135,554	0	0
BHP BILLITON LTD	COMMON FOREIGN	088606108	6,806	102,343	SH		SOLE	12	102,343	0	0
CA INC	COMMON	12673P105	23,206	782,137	SH		SOLE	12	782,137	0	0
CAMPBELL SOUP CO	COMMON	134429109	5,147	126,424	SH		SOLE	12	126,424	0	0
CANADIAN NAT RES LTD	COMMON FOREIGN	136385101	13,844	439,875	SH		SOLE	11	439,875	0	0
CANADIAN NATL RY CO	COMMON	136375102	6,800	67,083	SH		SOLE	12	67,083	0	0
CARDINAL HEALTH INC		14149Y108		482,049	SH		SOLE	12	482,049	0	0
CAREFUSION CORP			34,117	924,582	SH		SOLE	12	924,582	0	0
CDN IMPERIAL BK OF COMMERCE	COMMON FOREIGN	136069101	12,808	160,436	SH		SOLE	11	160,436	0	0
CHEVRON CORP NEW	COMMON	166764100	12,033	99,035	SH		SOLE	12	99,035	0	0
CLIFFS NAT RES INC	COMMON	18683K101	22,196	1,082,739	SH		SOLE	12	1,082,739	0	0
CLOROX CO DEL	COMMON	189054109	5,091	62,303	SH		SOLE	12	62,303	0	0
CMS ENERGY CORP	COMMON	125896100	5,122	194,614	SH		SOLE	12	194,614	0	0
COCA COLA CO	COMMON	191216100	5,115	135,037	SH		SOLE	12	135,037	0	0
CONAGRA FOODS INC	COMMON	205887102	4,586	151,159	SH		SOLE	12	151,159	0	0

CONSIDITATED COMMON 209115104 17,531 31,7993 SH SOLE 12 317,933 0 0 0 0 0 0 0 0 0	CONOCOPHILLIPS	COMMON	20825C104	14,165	203,790	SH	SOLE	12	203,790	0	0
COMMON 126408103 6.574 270.938 SH SOLE 12 270,938 0 0 0 DEFRER R CO COMMON 24199105 6.251 76.089 SH SOLE 12 76.089 0 0 0 DEFON ENRICY CORP NEW COMMON 24199105 6.251 76.089 SH SOLE 12 76.089 0 0 0 0 DEFON ENRICY CORP NEW COMMON 25179M103 6.749 116,848 SH SOLE 12 322,530 0 0 0 0 DEFON ENRICY CORP NEW COMMON 25179M103 6.749 116,848 SH SOLE 12 322,530 0 0 0 0 DEFON ENRICY CORP NEW COMMON 25179M103 6.749 116,848 SH SOLE 12 347,427 0 0 0 DEFON ENRICY CORP NEW COMMON 2541C204 23.201 347,427 SH SOLE 12 347,427 0 0 0 DEFON ENRICY COMMON 2541C204 23.201 347,427 SH SOLE 12 347,427 0 0 0 DEFON ENRICY COMMON 2541C204 23.201 347,427 SH SOLE 12 36,6440 0 0 0 DEFON ENRICY COMMON 25479109 1,884 266,840 SH SOLE 12 109,700 0 0 0 DEFON ENRICY COMMON 25479109 1,884 266,840 SH SOLE 12 109,700 0 0 0 DEFON ENRICY COMMON 254792107 16,363 268,070 SH SOLE 12 109,700 0 0 0 DEFON ENRICHERS COMMON 254792107 16,363 268,070 SH SOLE 12 268,070 0 0 0 DEFON ENRICHERS COMMON 254792107 16,363 268,070 SH SOLE 12 268,070 0 0 0 DEFON ENRICHERS COMMON 30231G102 11,425 132,788 SH SOLE 12 132,788 0 0 0 0 DEFON ENRICHERS COMMON 30231G102 11,425 132,788 SH SOLE 12 132,788 0 0 0 0 DEFON ENRICHERS COMMON 712578F102 26,005 2,860,810 SH SOLE 12 2660,810 0 0 0 DEFON ENRICHERS COMMON 32031G102 11,425 132,788 SH SOLE 12 133,097 0 0 0 DEFON ENRICHERS COMMON 32031G102 11,425 132,788 SH SOLE 12 134,094 0 0 0 DEFON ENRICHERS COMMON 32031G102 11,425 132,788 SH SOLE 12 134,094 0 0 0 DEFON ENRICHERS COMMON 32031G102 11,425 132,788 SH SOLE 12 134,094 0 0 0 DEFON ENRICHERS COMMON 32031G102 11,425 134,094 SH SOLE 12 134,094 0 0 0 DEFON ENRICHERS COMMON 32031G102 11,435 SH SOLE 12 134,094 0 0 0 DEFON ENRICHERS COMMON 32031G102 1,434 SH SOLE 12 134,094 0 0 0 DEFON ENRICHERS COMMON 32031G10 7,395 143,094 SH SOLE 12 134,094 0 0 0 DEFON ENRICHERS COMMON 32031G10 7,444 SH SOLE 12 134,094 0 0 0 DEFON ENRICHERS COMMON 32031G10 7,444 SH SOLE 12 134,094 0 0 0 DEFON ENRICHERS COMMON 32031G10 7,444 SH SOLE 12 134,094 0 0 0 DEFON ENRICHERS COMMON 32031G10 7,444 SH SOLE 12 134,094 0 0		COMMON	209115104	17 531	317 933	SH	SOLF.	12	317 933	0	0
DEFURE R.CO				,	,				ĺ		
DELONI ENDERCY COMMON 25179M103 6.749 16.848 SII SOLE 12 15.848 0 0 0 0 0 0 0 0 0				•							
COMPNEW COMMON 25746U109 20,155 322,590 SII SOLE 12 322,590 0 0 0 0 0 0 0 0 0		COMMON	244199105	6,251	/6,808	SH	SOLE	12	/6,808	U	U
Include Common	CORP NEW	COMMON	25179M103	6,749	116,848	SH	SOLE	12	116,848	0	0
DUME REBERCY COMMON 26441C204 24,201 37,427 51 50.1E 12 37,427 0 0 0 0 0 0 0 0 0		COMMON	25746U109	20,155	322,590	SH	SOLE	12	322,590	0	0
COMMON SPAIL COMMON 29273R109 3,894 266,840 SH SOLE 12 266,840 0 0 0 0 0 0 0 0 0	DTE ENERGY CO	COMMON	233331107	23,272	352,716	SH	SOLE	12	352,716	0	0
RABSTER PRTNRS		COMMON	26441C204	23,201	347,427	SH	SOLE	12	347,427	0	0
ENTERNERS PRODS PARTNERS COMMON 293792107 16,363 268,070 SH SOLE 12 268,070 0 0 0 EXELON CORP COMMON 30161N101 18,402 620,837 SH SOLE 12 620,837 0 0 0 EXELON CORP COMMON 30161N101 18,402 620,837 SH SOLE 12 132,788 0 0 0 EXELON CORP COMMON 30231G102 11,425 132,788 SH SOLE 12 132,788 0 0 0 EXELON CORP COMMON 72573F102 26,005 2,860,810 SH SOLE 12 2,860,810 0 0 EXELON CORP COMMON 72573F102 26,005 2,860,810 SH SOLE 12 2,860,810 0 0 EXELON CORP COMMON 351858105 2,454 53,970 SH SOLE 11 53,3970 0 0 0 EXELON CORP COMMON 369550108 6,664 76,146 SH SOLE 12 76,146 0 0 0 0 EXELON CORP COMMON 369550108 6,664 76,146 SH SOLE 12 113,4494 0 0 0 0 EXELON CORP COMMON 369550108 6,664 76,146 SH SOLE 12 113,4494 0 0 0 0 EXELON COMMON 369550108 6,664 76,146 SH SOLE 12 113,4494 0 0 0 0 EXELON COMMON 369550108 6,664 76,146 SH SOLE 12 113,4494 0 0 0 0 EXELON COMMON 369550108 6,664 76,146 SH SOLE 12 113,4494 0 0 0 0 EXELON COMMON 369550108 6,664 76,146 SH SOLE 12 13,4494 0 0 0 0 EXELON COMMON MARKET SH SOLE 12 13,449,40 0 0 0 0 EXELON COMMON MARKET SH SOLE 12 13,449,40 0 0 0 0 EXELON COMMON 4621010 7,585 157,526 SH SOLE 11 1443,000 0 0 0 0 EXELON COMMON 4621010 7,585 157,526 SH SOLE 12 157,526 0 0 0 EXELON COMMON 4621010 7,585 157,526 SH SOLE 12 157,526 0 0 0 EXELON COMMON 4621010 7,585 157,526 SH SOLE 12 157,526 0 0 0 EXELON COMMON 4621010 7,585 157,526 SH SOLE 12 157,526 0 0 0 EXELON COMMON 4621010 7,585 157,526 SH SOLE 12 157,526 0 0 0 EXELON COMMON 46228010 7,590 SH SOLE 12 13,43,103 0 0 0 EXELON COMMON 46228010 7,590 SH SOLE 12 13,43,103 0 0 0 EXELON COMMON 46228010 7,590 SH SOLE 12 13,43,103 0 0 0 EXELON COMMON 46228010 7,590 SH SOLE 12 1,343,103 0 0 0 EXELON COMMON 46228010 7,590 SH SOLE 12 1,343,103 0 0 0 EXELON COMMON 46228010 7,590 SH SOLE 12 1,343,103 0 0 0 EXELON COMMON 46228013 7,500 SH SOLE 12 1,343,103 0 0 0 EXELON COMMON 46228010 7,500 SH SOLE 12 1,343,103 0 0 0 O EXELON COMMON 46228010 7,500 SH SOLE 12 1,343,103 0 0 0 O EXELON COMMON 46228010 7,500 SH SOLE 12 1,340,103 0 0 O O O O O O O O O O O O O O O O O	TRANSFER PRTNRS	COMMON	29273R109	13,894	266,840	SH	SOLE	12	266,840	0	0
PRODIS PARTNERS COMMON 293792107 16,363 269,070 SH SOLE 12 268,070 0 0 0 0 0 0 0 0 0	ENSCO PLC		G3157S106	5,897	109,706	SH	SOLE	12	109,706	0	0
EXELON CORP COMMON 30161N101 18,402 620,837 SII SOLE 12 620,837 0 0 0 EXXON MOBIL COMP COMMON 302311G102 11,425 132,788 SI SOLE 12 132,788 0 0 0 ELEXTRONICS COMMON Y2573F102 26,005 2,860,810 SI SOLE 12 2,860,810 0 0 ERANCO NEVADA COMMON S18858105 2,454 53,970 SI SOLE 11 53,970 0 0 ERANCO NEVADA COMMON 3069550108 6,664 76,146 SI SOLE 12 76,146 0 0 EGENERAL COMMON 309550108 6,664 76,146 SI SOLE 12 113,494 0 0 EGENERAL COMMON 309550108 4,081 136,800 SI SOLE 12 113,494 0 0 EGENERAL COMMON 309550108 4,081 156,800 SI SOLE 11 1443,000 0 0 EGENERAL COMMON 309550108 4,081 156,800 SI SOLE 11 443,000 0 0 EGENERAL COMMON 309550108 4,081 156,800 SI SOLE 11 443,000 0 0 EGENERAL COMMON 309550108 5,537 443,000 SI SOLE 11 443,000 0 0 EGENERAL COMMON 406216101 7,595 157,526 SI SOLE 12 157,526 0 0 0 ELES CORP COMMON 406216101 7,595 157,526 SI SOLE 12 371,747 0 0 0 ELES CORP COMMON 43289109 7,990 585,216 SI SOLE 12 316,012 0 0 ELES CORP COMMON 45920010 4,614 24,916 SI SOLE 12 316,012 0 0 ENTERNATIONAL BUSINESS MACH ELES COMMON 46428633 8,730 1,343,103 SI SOLE 12 1,343,103 0 0 ESHARES COMMON 46428633 8,730 1,343,103 SI SOLE 12 1,343,103 0 0 0 ESHARES COMMON 46428633 8,730 1,362,775 SI SOLE 12 1,364,770 0 0 0 ESHARES COMMON 46428633 8,730 1,382,775 SI SOLE 12 1,382,770 0 0 0 ESHARES COMMON 46428633 8,730 1,382,775 SI SOLE 12 1,382,770 0 0 0 ESHARES COMMON 46428633 8,730 1,382,775 SI SOLE 12 1,382,770 0 0 0 ESHARES COMMON 46428633 8,730 1,382,775 SI SOLE 12 1,382,770 0 0 0 ESHARES COMMON 46438610 3,650 1,000,000 SI SOLE 12 1,000,000 0 0 0 ESHARES COMMON 4	_	60141401	202502405	46.060	260.050	CII	COLF	40	200 050	0	0
STATE STAT		COMMON	293/9210/	16,363	268,070	SH	SOLE	12	268,070	U	U
COMMON 9031G101	EXELON CORP	COMMON	30161N101	18,402	620,837	SH	SOLE	12	620,837	0	0
FRANCO NEVADA COMMON 25/34102 20,005 2,860,810 SH SOLE 12 2,860,810 0 0 0 0 0 0 0 0 0		COMMON	30231G102	11,425	132,788	SH	SOLE	12	132,788	0	0
CORP FOREIGN 51898105 2,454 33.970 SH SOLE 11 55.970 0 0 0 0 0 0 0 0 0		COMMON	Y2573F102	26,005	2,860,810	SH	SOLE	12	2,860,810	0	0
Common 36950108 6,664 76,146 51 50,000 76,146			351858105	2,454	53,970	SH	SOLE	11	53,970	0	0
GOLDCORP INC NEW FOREIGN 380956409 4,081 156,800 SH SOLE 11 156,800 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0		COMMON	369550108	6,664	76,146	SH	SOLE	12	76,146	0	0
NEW FOREIGN 309396409 4,081 156,800 SH SOLE 11 156,800 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	GENERAL MLS INC	COMMON	370334104	5,439	113,494	SH	SOLE	12	113,494	0	0
HALLIBURTON CO COMMON 406216101 7,585 157,526 SH SOLE 12 157,526 0 0 0 HARRIS CORP DEL COMMON 43875105 22,045 371,747 SH SOLE 12 371,747 0 0 0 HESS CORP COMMON 42809H107 24,440 316,012 SH SOLE 12 316,012 0 0 HILLISHIRE BRANDS CO COMMON 432589109 17,990 585,216 SH SOLE 12 368,216 0 0 DINTERNATIONAL BUSINESS MACH COMMON 459200101 4,614 24,916 SH SOLE 12 24,916 0 0 DINTERNATIONAL BUSINESS MACH COMMON 460690100 23,075 1,343,103 SH SOLE 12 1,343,103 0 0 DISHARES COMMON 464286533 58,730 1,000,000 SH SOLE 12 1,343,103 0 0 DISHARES COMMON 464286765 269 2,525 SH SOLE 12 1,382,770 0 0 DISHARES COMMON 464286752 269 2,525 SH SOLE 12 1,382,770 0 0 DISHARES COMMON 464286753 9,156 10,000,000 SH SOLE 12 1,382,770 0 0 DISHARES COMMON 464286753 9,156 100,000 SH SOLE 12 1,000,000 0 DISHARES COMMON 46428675 269 2,525 SH SOLE 12 1,382,770 0 0 DISHARES COMMON 46428675 30,409 804,677 SH SOLE 12 10,000 0 0 DISHARES COMMON 46428675 31 9,156 100,000 SH SOLE 12 10,000 0 0 DISHARES COMMON 46428675 31 9,156 100,000 SH SOLE 12 10,000 0 0 DISHARES COMMON 46428678 31 9,156 100,000 SH SOLE 12 10,000 0 0 DISHARES COMMON 46428678 31 9,156 100,000 SH SOLE 12 10,000 0 0 DISHARES COMMON 46428679 76,337 1,285,474 SH SOLE 12 3,803,459 0 0 DISHARES COMMON 46428679 76,590 5 BS,501 SH SOLE 12 3,803,459 0 0 DISHARES COMMON 464346103 48,650 1,000,000 SH SOLE 12 1,000,000 0 0 DISHARES COMMON 464346103 48,650 1,000,000 SH SOLE 12 1,000,000 0 0 DISHARES COMMON 464346103 48,650 1,000,000 SH SOLE 12 1,000,000 0 0 DISHARES COMMON 478160104 5,796 66,854 SH SOLE 12 1,000,000 0 0 DISHARES COMMON 494368103 5,265 55,883 SH SOLE 12 155,883 0 0 DISHARES COMMON 494368103 5,265 55,883 SH SOLE 12 155,883 0 0 DISHORD NEW CORP			380956409	4,081	156,800	SH	SOLE	11	156,800	0	0
HARRIS CORP DEL COMMON 413875105 22,045 371,747 SH SOLE 12 371,747 0 0 0 HESS CORP COMMON 42809H107 24,440 316,012 SH SOLE 12 316,012 0 0 0 HILLSHIRE BRANDS CO COMMON 432589109 17,990 585,216 SH SOLE 12 585,216 0 0 0 NITERNATIONAL BUSINESS MACH COMMON 459200101 4,614 24,916 SH SOLE 12 24,916 0 0 NITERPUBLIC GROUP COS INC COMMON 460690100 23,075 1,343,103 SH SOLE 12 1,343,103 0 0 NITERPUBLIC GROUP COS INC COMMON 464286533 58,730 1,000,000 SH SOLE 12 1,000,000 0 0 NISHARES COMMON 4642876186 91,733 1,382,770 SH SOLE 12 1,382,770 0 0 NISHARES COMMON 464287655 269 2,525 SH SOLE 12 1,382,770 0 0 NISHARES COMMON 464288372 30,409 804,677 SH SOLE 12 804,677 0 0 NISHARES COMMON 464288313 9,156 100,000 SH SOLE 12 804,677 0 0 NISHARES COMMON 464288513 9,156 100,000 SH SOLE 12 100,000 0 0 NISHARES COMMON 46428695 78,337 1,285,474 SH SOLE 12 1,285,474 0 0 NISHARES COMMON 46428695 78,337 1,285,474 SH SOLE 12 1,285,474 0 0 NISHARES COMMON 4642869 78,337 1,285,474 SH SOLE 12 1,285,474 0 0 NISHARES COMMON 4642869 78,337 1,285,474 SH SOLE 12 1,285,474 0 0 NISHARES COMMON 4642869 78,337 1,285,474 SH SOLE 12 1,285,474 0 0 NISHARES COMMON 4642869 78,337 1,285,474 SH SOLE 12 1,285,474 0 0 NISHARES COMMON 46436103 48,650 1,000,000 SH SOLE 12 1,285,474 0 0 NISHARES COMMON 46436103 48,650 1,000,000 SH SOLE 12 1,285,474 0 0 NISHARES COMMON 46436103 48,650 1,000,000 SH SOLE 12 1,000,000 0 NISHARES COMMON 487836108 4,995 85,051 SH SOLE 12 1,000,000 0 NISHARES COMMON 487836108 4,995 85,051 SH SOLE 12 1,000,000 NISHARES COMMON 494368103 5,265 55,883 SH SOLE 12 15,5883 NISHARES COMMON 494368103 5,265 55,883 SH SOLE 12 197,166 NISHARES COMMON 494368103 5,265 55,883 SH SOLE 12 197,166 NISHARES COMMON 494368103 5,265 55,883 SH SOLE 12 197,166 NISHARES COMMON 494368103 5,265 55,883 SH SOLE 12 1,000,000 NISHARES COMMON 494368103 5,265 55,883 SH SOLE 12 1,000,000 NISHARES COMMON 494368103 5,265 55,883 SH SOLE 12 1,000,000 NISHARES COMMON 494368103 5,265 55,883 SH SOLE 12 1,000,000 NISHARES COMMON 50424104 5,386 67,580 SH SOLE 12 12 1,000,000 NISHAR	GROUPE CGI INC		39945C109	15,537	443,000	SH	SOLE	11	443,000	0	0
HESS CORP COMMON 42809H107 24,440 316,012 SH SOLE 12 316,012 0 0 0 HILLSHIRE BRANDS CO COMMON 432589109 17,990 585,216 SH SOLE 12 585,216 0 0 0 INTERNATIONAL BUSINESS MACH COMMON 459200101 4,614 24,916 SH SOLE 12 24,916 0 0 INTERPUBLIC GROUP COS INC COMMON 460690100 23,075 1,343,103 SH SOLE 12 1,343,103 0 0 INTERPUBLIC GROUP COS INC COMMON 464286353 58,730 1,000,000 SH SOLE 12 1,000,000 0 0 INTERPUBLIC GROUP COS INC COMMON 4642867168 91,733 1,382,770 SH SOLE 12 1,382,770 0 0 INTERPUBLIC GROUP COS INC COMMON 464287655 269 2,525 SH SOLE 12 1,382,770 0 0 INTERPUBLIC GROUP COS INC COMMON 4642872 30,409 804,677 SH SOLE 12 2,525 0 0 0 INTERPUBLIC GROUP COS INC COMMON 464288372 30,409 804,677 SH SOLE 12 804,677 0 0 INTERPUBLIC GROUP COS INC COMMON 464288513 9,156 100,000 SH SOLE 12 100,000 0 0 0 INTERPUBLIC GROUP COS INC COMMON 4642886103 9,156 100,000 SH SOLE 12 100,000 0 0 0 INTERPUBLIC GROUP COS INC COMMON 4642886103 48,650 1,285,474 SH SOLE 12 1,285,474 0 0 INTERPUBLIC GROUP COS INC COMMON 46429B689 78,337 1,285,474 SH SOLE 12 1,285,474 0 0 INTERPUBLIC GROUP COS INC COMMON 46429B689 78,337 1,285,474 SH SOLE 12 1,285,474 0 0 INTERPUBLIC GROUP COS INC COMMON 46429B689 78,337 1,285,474 SH SOLE 12 1,285,474 0 0 INTERPUBLIC GROUP COS INC GROUP COS IN	HALLIBURTON CO	COMMON	406216101	7,585	157,526	SH	SOLE	12	157,526	0	0
HILLSHIRE BRANDS CO	HARRIS CORP DEL	COMMON	413875105	22,045	371,747	SH	SOLE	12	371,747	0	0
BRANDS CO INTERNATIONAL BUSINESS MACH INTERPUBLIC GROUP COS INC ISHARES COMMON 464286533 COMMON 464287168 INTERNATIONAL BUSINESS COMMON 464286533 SR-730 INTERNATIONAL SHARES COMMON 4642867168 INTERNATIONAL SHARES COMMON 464287168 INTERNATIONAL SHARES COMMON 464287168 INTERNATIONAL SHARES COMMON 464287168 INTERNATIONAL SHARES COMMON 464286533 INTERNATIONAL SHARES COMMON 464287168 INTERNATIONAL SHARES COMMON 464286533 INTERNATIONAL SHARES COMMON 464287168 INTERNATIONAL SHARES COMMON 464287168 INTERNATIONAL SHARES COMMON 464286533 INTERNATIONAL SHARES COMMON 464287168 INTERNATIONAL SHARES COMMON 464288712 INTERNATIONAL SHARES INTERNATIONAL SOLE INTERNATIONAL SOLE INTERNATIONAL SOLE INTERNATIONAL SHARES INTERNATIONAL SOLE INTERNATIONAL SOLE INTERNATIONAL SHARES INTERNATIONAL SOLE INTERN	HESS CORP	COMMON	42809H107	24,440	316,012	SH	SOLE	12	316,012	0	0
INTERNATIONAL BUSINESS MACH COMMON 459200101 4,614 24,916 SH SOLE 12 24,916 0 0 0 0 0 0 0 0 0		COMMON	432589109	17,990	585,216	SH	SOLE	12	585,216	0	0
GROUP COS INC ISHARES COMMON 464286533 58,730 1,000,000 SH SOLE 12 1,000,000 0 0 0 1 ISHARES COMMON 464287168 91,733 1,382,770 SH SOLE 12 1,382,770 0 0 0 1 ISHARES COMMON 464287655 269 2,525 SH SOLE 12 2,525 0 0 0 1 ISHARES COMMON 464288372 30,409 804,677 SH SOLE 12 804,677 0 0 0 1 ISHARES COMMON 464288513 9,156 100,000 SH SOLE 12 100,000 0 0 0 1 ISHARES COMMON 464288689 78,337 1,285,474 SH SOLE 12 1,285,474 0 0 0 1 ISHARES COMMON 46429B689 78,337 1,285,474 SH SOLE 12 1,285,474 0 0 0 1 ISHARES COMMON 46429B697 126,199 3,803,459 SH SOLE 12 3,803,459 0 0 0 1 ISHARES INC COMMON 46434G103 48,650 1,000,000 SH SOLE 12 1,000,000 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	INTERNATIONAL	COMMON	459200101	4,614	24,916	SH	SOLE	12	24,916	0	0
ISHARES COMMON 464287168 91,733 1,382,770 SH SOLE 12 1,382,770 0 0 ISHARES COMMON 464287655 269 2,525 SH SOLE 12 2,525 0 0 ISHARES COMMON 464288372 30,409 804,677 SH SOLE 12 804,677 0 0 ISHARES COMMON 464288313 9,156 100,000 SH SOLE 12 100,000 0 0 ISHARES COMMON 46429B689 78,337 1,285,474 SH SOLE 12 1,285,474 0 0 ISHARES COMMON 46429B697 126,199 3,803,459 SH SOLE 12 1,285,474 0 0 ISHARES COMMON 46429B697 126,199 3,803,459 SH SOLE 12 3,803,459 0 0 ISHARES INC COMMON 46434G103 48,650 1,000,000 SH SOLE 12 1,000,000 0 0 ISHARES INC COMMON 478160104 5,796 66,854 SH SOLE 12 1,000,000 0 0 ISHARES INC COMMON 487836108 4,995 85,051 SH SOLE 12 85,051 0 0 KELLOGG CO COMMON 494368103 5,265 55,883 SH SOLE 12 55,883 0 0 KIMBERLY CLARK CORP COMMON 494550106 15,740 197,166 SH SOLE 12 197,166 0 0 ISHARES COMMON 502424104 6,386 67,580 SH SOLE 12 67,580 0 0		COMMON	460690100	23,075	1,343,103	SH	SOLE	12	1,343,103	0	0
ISHARES COMMON 464287655 269 2,525 SH SOLE 12 2,525 0 0 0 ISHARES COMMON 464288372 30,409 804,677 SH SOLE 12 804,677 0 0 0 ISHARES COMMON 464288513 9,156 100,000 SH SOLE 12 100,000 0 0 0 ISHARES COMMON 464298699 78,337 1,285,474 SH SOLE 12 1,285,474 0 0 0 ISHARES COMMON 464298697 126,199 3,803,459 SH SOLE 12 3,803,459 0 0 ISHARES INC COMMON 46434G103 48,650 1,000,000 SH SOLE 12 1,000,000 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	ISHARES	COMMON	464286533	58,730	1,000,000	SH	SOLE	12	1,000,000	0	0
ISHARES COMMON 464288372 30,409 804,677 SH SOLE 12 804,677 0 0 ISHARES COMMON 464288513 9,156 100,000 SH SOLE 12 100,000 0 0 ISHARES COMMON 46429B689 78,337 1,285,474 SH SOLE 12 1,285,474 0 0 ISHARES COMMON 46429B697 126,199 3,803,459 SH SOLE 12 3,803,459 0 0 ISHARES INC COMMON 46434G103 48,650 1,000,000 SH SOLE 12 1,000,000 0 0 JOHNSON & JOHNSON & COMMON 478160104 5,796 66,854 SH SOLE 12 66,854 0 0 KELLOGG CO COMMON 487836108 4,995 85,051 SH SOLE 12 85,051 0 0 KINDER MORGAN ENERGY PARTNE COMMON 494368103 5,265 55,883 SH SOLE 12 197,166 0 0	ISHARES	COMMON	464287168	91,733	1,382,770	SH	SOLE	12	1,382,770	0	0
ISHARES COMMON 464288513 9,156 100,000 SH SOLE 12 100,000 0 0 ISHARES COMMON 46429B689 78,337 1,285,474 SH SOLE 12 1,285,474 0 0 ISHARES COMMON 46429B697 126,199 3,803,459 SH SOLE 12 3,803,459 0 0 ISHARES INC COMMON 46434G103 48,650 1,000,000 SH SOLE 12 1,000,000 0 0 JOHNSON & JOHNSON COMMON 478160104 5,796 66,854 SH SOLE 12 66,854 0 0 KELLOGG CO COMMON 487836108 4,995 85,051 SH SOLE 12 85,051 0 0 KIMBERLY CLARK CORP COMMON 494368103 5,265 55,883 SH SOLE 12 197,166 0 0 KINDER MORGAN ENERGY PARTNE COMMON 494550106 15,740 197,166 SH SOLE 12 197,166 0	ISHARES	COMMON	464287655	269	2,525	SH	SOLE	12	2,525	0	0
ISHARES COMMON 46429B689 78,337 1,285,474 SH SOLE 12 1,285,474 0 0 0 ISHARES COMMON 46429B697 126,199 3,803,459 SH SOLE 12 3,803,459 0 0 ISHARES INC COMMON 46434G103 48,650 1,000,000 SH SOLE 12 1,000,000 0 0 0 JOHNSON & COMMON 478160104 5,796 66,854 SH SOLE 12 66,854 0 0 0 KELLOGG CO COMMON 487836108 4,995 85,051 SH SOLE 12 85,051 0 0 KIMBERLY CLARK CORP COMMON 494368103 5,265 55,883 SH SOLE 12 55,883 0 0 0 KINDER MORGAN COMMON 494550106 15,740 197,166 SH SOLE 12 197,166 0 0 0 L-3 COMMUNICATIONS COMMON 502424104 6,386 67,580 SH SOLE 12 67,580 0 0	ISHARES	COMMON	464288372	30,409	804,677	SH	SOLE	12	804,677	0	0
ISHARES COMMON 46429B697 126,199 3,803,459 SH SOLE 12 3,803,459 0 0 1 1 1 1 1 1 1 1	ISHARES	COMMON	464288513	9,156	100,000	SH	SOLE	12	100,000	0	0
ISHARES INC COMMON 46434G103 48,650 1,000,000 SH SOLE 12 1,000,000 0 0 0 JOHNSON & JOHNSON & COMMON 478160104 5,796 66,854 SH SOLE 12 66,854 0 0 KELLOGG CO COMMON 487836108 4,995 85,051 SH SOLE 12 85,051 0 0 C KIMBERLY CLARK CORP COMMON 494368103 5,265 55,883 SH SOLE 12 55,883 0 0 C KINDER MORGAN ENERGY PARTNE COMMON 494550106 15,740 197,166 SH SOLE 12 197,166 0 0 C COMMON 502424104 6,386 67,580 SH SOLE 12 67,580 0 0	ISHARES	COMMON	46429B689	78,337	1,285,474	SH	SOLE	12	1,285,474	0	0
JOHNSON & JOHNSON COMMON 478160104 5,796 66,854 SH SOLE 12 66,854 0 0 KELLOGG CO COMMON 487836108 4,995 85,051 SH SOLE 12 85,051 0 0 KIMBERLY CLARK CORP COMMON 494368103 5,265 55,883 SH SOLE 12 55,883 0 0 KINDER MORGAN ENERGY PARTNE COMMON 494550106 15,740 197,166 SH SOLE 12 197,166 0 0 L-3 COMMUNICATIONS COMMON 502424104 6,386 67,580 SH SOLE 12 67,580 0 0	ISHARES	COMMON	46429B697	126,199	3,803,459	SH	SOLE	12	3,803,459	0	0
JOHNSON COMMON 4/8160104 5,796 66,854 SH SOLE 12 66,854 0 0 KELLOGG CO COMMON 487836108 4,995 85,051 SH SOLE 12 85,051 0 0 KIMBERLY CLARK CORP COMMON 494368103 5,265 55,883 SH SOLE 12 55,883 0 0 KINDER MORGAN ENERGY PARTNE COMMON 494550106 15,740 197,166 SH SOLE 12 197,166 0 0 L-3 COMMUNICATIONS COMMON 502424104 6,386 67,580 SH SOLE 12 67,580 0 0	ISHARES INC	COMMON	46434G103	48,650	1,000,000	SH	SOLE	12	1,000,000	0	0
KELLOGG CO COMMON 487836108 4,995 85,051 SH SOLE 12 85,051 0 0 KIMBERLY CLARK CORP COMMON 494368103 5,265 55,883 SH SOLE 12 55,883 0 0 KINDER MORGAN ENERGY PARTNE COMMON 494550106 15,740 197,166 SH SOLE 12 197,166 0 0 L-3 COMMUNICATIONS COMMON 502424104 6,386 67,580 SH SOLE 12 67,580 0 0						SH		12		0	0
KIMBERLY CLARK CORP COMMON 494368103 5,265 55,883 SH SOLE 12 55,883 0 0 KINDER MORGAN ENERGY PARTNE COMMON 494550106 15,740 197,166 SH SOLE 12 197,166 0 0 L-3 COMMUNICATIONS COMMON 502424104 6,386 67,580 SH SOLE 12 67,580 0 0		COMMON	487836108	4,995	85.051	SH	SOLE	12	85.051	0	0
KINDER MORGAN ENERGY PARTNE COMMON 494550106 15,740 197,166 SH SOLE 12 197,166 0 0 L-3 COMMUNICATIONS COMMON 502424104 6,386 67,580 SH SOLE 12 67,580 0 0	KIMBERLY CLARK			,							
L-3 COMMUNICATIONS COMMON 502424104 6,386 67,580 SH SOLE 12 67,580 0 0	KINDER MORGAN	COMMON	494550106	15.740	197.166	SH	SOLE	12	197.166	0	0
	L-3			ŕ							
		S COMMON	502424104	6,386	67,580	SH	SOLE	12	67,580	0	0

LABORATORY CORP AMER HLDGS	COMMON	50540R409	21,267	214,516	SH	SOLE	12	214,516	0	0
LILLY ELI & CO	COMMON	532457108	4,800	95,368	SH	SOLE	12	95,368	0	0
LOCKHEED MARTIN CORP	COMMON	539830109	7,383	57,885	SH	SOLE	12	57,885	0	0
MAGELLAN MIDSTREAM PRTNRS L	COMMON	559080106	8,088	143,327	SH	SOLE	12	143,327	0	0
MAGNA INTL INC	COMMON FOREIGN	559222401	11,843	143,365	SH	SOLE	11	143,365	0	0
MANULIFE FINL CORP	COMMON FOREIGN	56501R106	1,787	107,800	SH	SOLE	11	107,800	0	0
MARATHON OIL CORP	COMMON	565849106	6,764	193,935	SH	SOLE	12	193,935	0	0
MARKWEST ENERGY PARTNERS L	COMMON	570759100	8,401	116,313	SH	SOLE	12	116,313	0	0
MCDONALDS CORP	COMMON	580135101	5,111	53,119	SH	SOLE	12	53,119	0	0
MEDTRONIC INC	COMMON	585055106	6,087	114,302	SH	SOLE	12	114,302	0	0
MERCK & CO INC NEW	COMMON	58933Y105	5,562	116,823	SH	SOLE	12	116,823	0	0
MONDELEZ INTL INC	COMMON	609207105	23,292	741,325	SH	SOLE	12	741,325	0	0
MONSANTO CO NEW	COMMON	61166W101	6,903	66,137	SH	SOLE	12	66,137	0	0
MOSAIC CO NEW	COMMON	61945C103	35,100	815,906	SH	SOLE	12	815,906	0	0
NABORS INDUSTRIES LTD	COMMON	G6359F103	21,443	1,335,169	SH	SOLE	12	1,335,169	0	0
NETAPP INC	COMMON	64110D104	24,267	569,386	SH	SOLE	12	569,386	0	0
NEXTERA ENERGY INC	COMMON	65339F101	24,221	302,159	SH	SOLE	12	302,159	0	0
NOBLE ENERGY INC	COMMON	655044105	7,792	116,278	SH	SOLE	12	116,278	0	0
NORFOLK SOUTHERN CORP	COMMON	655844108	6,723	86,914	SH	SOLE	12	86,914	0	0
NORTHEAST UTILS	COMMON	664397106	23,340	565,807	SH	SOLE	12	565,807	0	0
NORTHROP GRUMMAN CORP	COMMON	666807102	7,532	79,063	SH	SOLE	12	79,063	0	0
NUANCE COMMUNICATIONS INC	COMMON	67020Y100	49,548	2,650,358	SH	SOLE	12	2,650,358	0	0
NUANCE COMMUNICATIONS INC	COMMON	67020Y100	56	2,997	SH	SOLE	11	2,997	0	0
OCCIDENTAL PETE CORP DEL	COMMON	674599105	30,380	324,780	SH	SOLE	12	324,780	0	0
OMNICOM GROUP INC	COMMON	681919106	5,630	88,744	SH	SOLE	12	88,744	0	0
ONEOK PARTNERS LP	COMMON	68268N103	8,077	152,359	SH	SOLE	12	152,359	0	0
OPEN TEXT CORP	COMMON FOREIGN	683715106	6,871	92,020	SH	SOLE	11	92,020	0	0
PEPSICO INC	COMMON	713448108	5,430	68,297	SH	SOLE	12	68,297	0	0
PG&E CORP	COMMON	69331C108	16,895	412,877	SH	SOLE	12	412,877	0	0
PHILLIPS 66	COMMON	718546104	6,014	104,009	SH	SOLE	12	104,009	0	0
PLAINS ALL AMERN PIPELINE L	COMMON	726503105	14,297	271,505	SH	SOLE	12	271,505	0	0
PLUM CREEK TIMBER CO INC	COMMON	729251108	6,488	138,553	SH	SOLE	12	138,553	0	0
POTASH CORP SASK INC	COMMON	73755L107	4,989	159,508	SH	SOLE	12	159,508	0	0

PROCTER & GAMBLE CO GAMBLE CO GAMBLE CO PUBLIC SVC ENTERPRISE GROUP QUEST DIAGNOSTICS INC COMMON 74834L100 27,296 441,756 SH SOLE 12 441,756 0 RAYONIER INC COMMON 754907103 6,695 120,306 SH SOLE 12 120,306 0 RAYTHEON CO COMMON 767204100 7,506 153,942 SH SOLE 12 153,942 0 ROYAL BK CDA MONTREAL QUE SCHLUMBERGER LTD COMMON 806857108 8,060 91,219 SH SOLE 12 242,664 0 SILVER WHEATON COMMON 78462F103 16,497 98,138 SH SOLE 11 154,507 0 SPDR S&P 500 ETF TR SPDR S&P 500 ETF TR COMMON 78462F103 138,176 821,987 SH SOLE 12 821,987 0 SUNCOR ENERGY COMMON 847560109 13,780 402,582 SH SOLE 12 821,987 0 SUNCOR ENERGY COMMON 867541010 15,064 535,515 SH SOLE 12 535,515 0 SUNCOR ENERGY COMMON 86764L108 8,160 122,799 SH SOLE 11 337,050 0 SUNCOC LOGISTICS PRINNS COMMON 86764L108 8,160 122,799 SH SOLE 11 337,050 0	
PUBLIC SVC ENTERPRISE GROUP COMMON 744573106 18,435 559,811 SH SOLE 12 559,811 0 QUEST DIAGNOSTICS INC RAYONIER INC COMMON 74834L100 27,296 441,756 SH SOLE 12 441,756 0 RAYONIER INC COMMON 754907103 6,695 120,306 SH SOLE 12 120,306 0 RAYTHEON CO COMMON 755111507 7,190 93,293 SH SOLE 12 93,293 0 RIO TINTO PLC COMMON 767204100 7,506 153,942 SH SOLE 12 153,942 0 ROYAL BK CDA MONTREAL QUE COMMON 780087102 8,016 124,850 SH SOLE 11 124,850 0 SCHLUMBERGER LTD COMMON 806857108 8,060 91,219 SH SOLE 12 91,219 0 SEMPRA ENERGY COMMON 816851109 19,197 224,264 SH SOLE 12 224,264 0 SILVER WHEATON CORP COMMON 78462F103 16	0
DIAGNOSTICS INC COMMON 74834L100 27,296 441,756 SH SOLE 12 441,756 0 RAYONIER INC COMMON 754907103 6,695 120,306 SH SOLE 12 120,306 0 RAYTHEON CO COMMON 755111507 7,190 93,293 SH SOLE 12 93,293 0 RIO TINTO PLC COMMON 767204100 7,506 153,942 SH SOLE 12 153,942 0 ROYAL BK CDA MONTREAL QUE COMMON 780087102 8,016 124,850 SH SOLE 11 124,850 0 SCHLUMBERGER LTD COMMON 806857108 8,060 91,219 SH SOLE 12 91,219 0 SILVER WHEATON CORP COMMON 816851109 19,197 224,264 SH SOLE 11 154,507 0 SPDR S&P 500 ETF TR COMMON 78462F103 16,497 98,138 SH SOLE 11 98,138 0 SPDC S&P 500 ETF TR COMMON 847560109 13,780 4	0
RAYTHEON CO COMMON 755111507 7,190 93,293 SH SOLE 12 93,293 0 RIO TINTO PLC COMMON 767204100 7,506 153,942 SH SOLE 12 153,942 0 ROYAL BK CDA COMMON 767204100 7,506 124,850 SH SOLE 11 124,850 0 SCHLUMBERGER LTD COMMON 806857108 8,060 91,219 SH SOLE 12 91,219 0 SEMPRA ENERGY COMMON 816851109 19,197 224,264 SH SOLE 12 224,264 0 SILVER WHEATON CORP FOREIGN 828336107 3,836 154,507 SH SOLE 11 154,507 0 SPDR S&P 500 ETF TR COMMON 78462F103 16,497 98,138 SH SOLE 11 98,138 0 SPDR S&P 500 ETF TR COMMON 78462F103 138,176 821,987 SH SOLE 12 821,987 0 SPECTRA ENERGY COMMON 85571Q102 15,064 535,515 SH SOLE 12 535,515 0 SUNCOR ENERGY COMMON 867224107 12,077 337,050 SH SOLE 11 337,050 0 SUNOCO LOGISTICS PRTNRS COMMON 86764L108 8,160 122,799 SH SOLE 12 12,799 0	0
RIO TINTO PLC COMMON 767204100 7,506 153,942 SH SOLE 12 153,942 0 ROYAL BK CDA MONTREAL QUE FOREIGN 780087102 8,016 124,850 SH SOLE 11 124,850 0 SCHLUMBERGER LTD COMMON 806857108 8,060 91,219 SH SOLE 12 91,219 0 SEMPRA ENERGY COMMON 816851109 19,197 224,264 SH SOLE 12 224,264 0 SILVER WHEATON COPP FOREIGN 828336107 3,836 154,507 SH SOLE 11 154,507 0 SPDR S&P 500 ETF TR COMMON 78462F103 16,497 98,138 SH SOLE 11 98,138 0 SPDR S&P 500 ETF TR COMMON 78462F103 138,176 821,987 SH SOLE 12 821,987 0 SPECTRA ENERGY COMMON 847560109 13,780 402,582 SH SOLE 12 402,582 0 STARZ COMMON 85571Q102 15,064 535,515 SH SOLE 12 535,515 0 SUNCOR ENERGY COMMON 86764L108 8,160 122,799 SH SOLE 12 12,799 0	0
ROYAL BK CDA MONTREAL QUE COMMON 780087102 FOREIGN 780087102 8,016 124,850 SH SOLE 11 124,850 0 SCHLUMBERGER LTD COMMON 806857108 8,060 91,219 SH SOLE 12 91,219 0 SEMPRA ENERGY COMMON 816851109 19,197 224,264 SH SOLE 12 224,264 0 SILVER WHEATON CORP COMMON 828336107 3,836 154,507 SH SOLE 11 154,507 0 SPDR S&P 500 ETF TR COMMON 78462F103 16,497 98,138 SH SOLE 11 98,138 0 SPDR S&P 500 ETF TR COMMON 78462F103 138,176 821,987 SH SOLE 12 821,987 0 SPECTRA ENERGY CORP COMMON 847560109 13,780 402,582 SH SOLE 12 402,582 0 STARZ COMMON 86751Q102 15,064 535,515 SH SOLE 12 535,515 0 SUNCOR ENERGY INC NEW FOREIGN 8672	0
MONTREAL QUE FOREIGN 780087102 8,016 124,850 SH SOLE 11 124,850 0 SCHLUMBERGER LTD COMMON 806857108 8,060 91,219 SH SOLE 12 91,219 0 SEMPRA ENERGY COMMON 816851109 19,197 224,264 SH SOLE 12 224,264 0 SILVER WHEATON CORP COMMON 760EIGN 828336107 3,836 154,507 SH SOLE 11 154,507 0 SPDR S&P 500 ETF TR COMMON 78462F103 16,497 98,138 SH SOLE 11 98,138 0 SPDR S&P 500 ETF TR COMMON 78462F103 138,176 821,987 SH SOLE 12 821,987 0 SPECTRA ENERGY CORP COMMON 847560109 13,780 402,582 SH SOLE 12 402,582 0 STARZ COMMON 8571Q102 15,064 535,515 SH SOLE 12 535,515 0 SUNCOR ENERGY INC NEW FOREIGN	0
LTD COMMON 80685/108 8,060 91,219 SH SOLE 12 91,219 0 SEMPRA ENERGY COMMON 816851109 19,197 224,264 SH SOLE 12 224,264 0 SILVER WHEATON CORP COMMON 828336107 3,836 154,507 SH SOLE 11 154,507 0 SPDR S&P 500 ETF TR COMMON 78462F103 16,497 98,138 SH SOLE 11 98,138 0 SPECTRA ENERGY COMMON 78462F103 138,176 821,987 SH SOLE 12 821,987 0 SPECTRA ENERGY CORP COMMON 847560109 13,780 402,582 SH SOLE 12 402,582 0 STARZ COMMON 85571Q102 15,064 535,515 SH SOLE 12 535,515 0 SUNCOR ENERGY INC NEW FOREIGN 867224107 12,077 337,050 SH SOLE 11 337,050 0 SUNOCO LOGISTICS PRTNRS COMMON 86764L108 8,160 122,799<	0
SILVER WHEATON CORP COMMON FOREIGN 828336107 3,836 154,507 SH SOLE 11 154,507 0 SPDR S&P 500 ETF TR COMMON 78462F103 16,497 98,138 SH SOLE 11 98,138 0 SPDR S&P 500 ETF TR COMMON 78462F103 138,176 821,987 SH SOLE 12 821,987 0 SPECTRA ENERGY CORP COMMON 847560109 13,780 402,582 SH SOLE 12 402,582 0 STARZ COMMON 85571Q102 15,064 535,515 SH SOLE 12 535,515 0 SUNCOR ENERGY INC NEW FOREIGN 867224107 12,077 337,050 SH SOLE 11 337,050 0 SUNOCO LOGISTICS PRTNRS COMMON 86764L108 8,160 122,799 SH SOLE 12 122,799 0	0
CORP FOREIGN 828336107 3,836 154,507 SH SOLE 11 154,507 0 SPDR S&P 500 ETF TR COMMON 78462F103 16,497 98,138 SH SOLE 11 98,138 0 SPDR S&P 500 ETF TR COMMON 78462F103 138,176 821,987 SH SOLE 12 821,987 0 SPECTRA ENERGY CORP COMMON 847560109 13,780 402,582 SH SOLE 12 402,582 0 STARZ COMMON 85571Q102 15,064 535,515 SH SOLE 12 535,515 0 SUNCOR ENERGY INC NEW COMMON 86764L108 8,160 122,799 SH SOLE 12 122,799 0	0
TR COMMON 78462F103 16,497 98,138 SH SOLE 11 98,138 0 SPDR S&P 500 ETF TR COMMON 78462F103 138,176 821,987 SH SOLE 12 821,987 0 SPECTRA ENERGY COMMON 847560109 13,780 402,582 SH SOLE 12 402,582 0 STARZ COMMON 85571Q102 15,064 535,515 SH SOLE 12 535,515 0 SUNCOR ENERGY COMMON 867224107 12,077 337,050 SH SOLE 11 337,050 0 SUNOCO LOGISTICS PRTNRS COMMON 86764L108 8,160 122,799 SH SOLE 12 122,799 0	0
TR COMMON 78462F103 138,176 821,987 SH SOLE 12 821,987 0 SPECTRA ENERGY CORP COMMON 847560109 13,780 402,582 SH SOLE 12 402,582 0 STARZ COMMON 85571Q102 15,064 535,515 SH SOLE 12 535,515 0 SUNCOR ENERGY COMMON 867224107 12,077 337,050 SH SOLE 11 337,050 0 SUNOCO LOGISTICS PRTNRS COMMON 86764L108 8,160 122,799 SH SOLE 12 122,799 0	0
CORP COMMON 847560109 13,780 402,582 SH SOLE 12 402,582 0 STARZ COMMON 85571Q102 15,064 535,515 SH SOLE 12 535,515 0 SUNCOR ENERGY COMMON FOREIGN 867224107 12,077 337,050 SH SOLE 11 337,050 0 SUNOCO LOGISTICS PRTNRS COMMON 86764L108 8,160 122,799 SH SOLE 12 122,799 0	0
SUNCOR ENERGY INC NEW COMMON FOREIGN 867224107 12,077 337,050 SH SOLE 11 337,050 0 SUNOCO LOGISTICS PRTNRS COMMON 86764L108 8,160 122,799 SH SOLE 12 122,799 0	0
INC NEW FOREIGN 867224107 12,077 337,050 SH SOLE 11 337,050 0 SUNOCO LOGISTICS PRTNRS COMMON 86764L108 8,160 122,799 SH SOLE 12 122,799 0	0
LOGISTICS PRTNRS COMMON 86764L108 8,160 122,799 SH SOLE 12 122,799 0	0
LP	0
SYSCO CORP COMMON 871829107 4,973 156,225 SH SOLE 12 156,225 0	0
TARGET CORP COMMON 87612E106 5,004 78,219 SH SOLE 12 78,219 0	0
TE CONNECTIVITY COMMON H84989104 23,739 458,458 SH SOLE 12 458,458 0	0
TIME WARNER COMMON 88732J207 23,586 211,344 SH SOLE 12 211,344 0	0
TIME WARNER INC COMMON 887317303 6,123 93,041 SH SOLE 12 93,041 0	0
TIMKEN CO COMMON 887389104 10,278 170,170 SH SOLE 12 170,170 0	0
TORONTO COMMON BY 11 215,893 O DOMINION BK ONT FOREIGN 891160509 19,464 215,893 SH SOLE 11 215,893 O	0
TRAVELERS COMMON 89417E109 5,442 64,202 SH SOLE 12 64,202 0	0
UNION PAC CORP COMMON 907818108 6,750 43,451 SH SOLE 12 43,451 0	0
UNITED PARCEL SERVICE INC COMMON 911312106 5,669 62,039 SH SOLE 12 62,039 0	0
UNITED TECHNOLOGIES COMMON 913017109 6,415 59,500 SH SOLE 12 59,500 0 CORP	0
VALERO ENERGY COMMON 91913Y100 5,837 170,920 SH SOLE 12 170,920 0	0
VANGUARD INTL EQUITY INDEX COMMON 922042858 18,514 460,859 SH SOLE 11 460,859 0	0
VANGUARD INTL EQUITY INDEX COMMON 922042858 426,677 10,637,675 SH SOLE 12 10,637,675 0	0
VERIZON COMMUNICATIONS COMMON 92343V104 5,072 108,710 SH SOLE 12 108,710 0 INC	0
WAL-MART STORES INC COMMON 931142103 5,278 71,359 SH SOLE 12 71,359 0	0
WASTE MGMT INC DEL COMMON 94106L109 5,852 141,907 SH SOLE 12 141,907 0	0
WEYERHAEUSER COMMON 962166104 6,568 229,400 SH SOLE 12 229,400 0	0

CO										
WILLIAMS PARTNERS L P	COMMON	96950F104	8,373	158,335	SH	SOLE	12	158,335	0	0
WISCONSIN ENERGY CORP	COMMON	976657106	5,110	126,544	SH	SOLE	12	126,544	0	0
XCEL ENERGY INC	COMMON	98389B100	17,650	639,272	SH	SOLE	12	639,272	0	0
YAMANA GOLD INC	COMMON FOREIGN	98462Y100	4,725	453,900	SH	SOLE	11	453,900	0	0
YELP INC	COMMON	985817105	2,574	38,895	SH	SOLE	12	38,895	0	0
YELP INC	COMMON	985817105	429	6,483	SH	SOLE	11	6,483	0	0