

**FINANCIAL DISCLOSURE REPORT
FOR CALENDAR YEAR 2012**

| | | |
|--|--|--|
| 1. Person Reporting (last name, first, middle initial) Ludington, Thomas L. | 2. Court or Organization U.S. District Court MI (Eastern) | 3. Date of Report 04/23/2013 |
| 4. Title (Article III judges indicate active or senior status; magistrate judges indicate full- or part-time) U.S. District Judge | 5a. Report Type (check appropriate type) <input type="checkbox"/> Nomination <input type="checkbox"/> Date <input type="checkbox"/> Initial <input checked="" type="checkbox"/> Annual <input type="checkbox"/> Final 5b. <input type="checkbox"/> Amended Report | 6. Reporting Period 01/01/2012 to 12/31/2012 |
| 7. Chambers or Office Address U.S. Courthouse 1000 Washington Ave Bay City, MI 48708 | | |
| <p align="center">IMPORTANT NOTES: <i>The instructions accompanying this form must be followed. Complete all parts, checking the NONE box for each part where you have no reportable information.</i></p> | | |

I. POSITIONS. *(Reporting individual only; see pp. 9-13 of filing instructions.)*

NONE *(No reportable positions.)*

| | <u>POSITION</u> | <u>NAME OF ORGANIZATION/ENTITY</u> |
|-------------------------|-----------------|------------------------------------|
| 1. Director | | R. M. Gerstacker Foundation |
| 2. Trustee | | Albion College |
| 3. President & Director | | Ludington Family Foundation |
| 4. | | |
| 5. | | |

II. AGREEMENTS. *(Reporting individual only; see pp. 14-16 of filing instructions.)*

NONE *(No reportable agreements.)*

| <u>DATE</u> | <u>PARTIES AND TERMS</u> |
|-------------|-------------------------------------|
| 1. 1/3/2003 | Michigan Judges Retirement Services |
| 2. | |
| 3. | |

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Name of Person Reporting

Ludington, Thomas L.

Date of Report

04/23/2013

III. NON-INVESTMENT INCOME. *(Reporting individual and spouse; see pp. 17-24 of filing instructions.)*

A. Filer's Non-Investment Income

NONE *(No reportable non-investment income.)*

| <u>DATE</u> | <u>SOURCE AND TYPE</u> | <u>INCOME</u> <i>(yours, not spouse's)</i> |
|-------------|------------------------|---|
| 1. 2012 | Federal Court Salary | \$165,551.43 |
| 2. | | |
| 3. | | |
| 4. | | |

B. Spouse's Non-Investment Income - *If you were married during any portion of the reporting year, complete this section.*

(Dollar amount not required except for honoraria.)

NONE *(No reportable non-investment income.)*

| <u>DATE</u> | <u>SOURCE AND TYPE</u> |
|-------------|------------------------|
| 1. | |
| 2. | |
| 3. | |
| 4. | |

IV. REIMBURSEMENTS -- *transportation, lodging, food, entertainment.*

(Includes those to spouse and dependent children; see pp. 25-27 of filing instructions.)

NONE *(No reportable reimbursements.)*

| <u>SOURCE</u> | <u>DATES</u> | <u>LOCATION</u> | <u>PURPOSE</u> | <u>ITEMS PAID OR PROVIDED</u> |
|---------------|--------------|-----------------|----------------|-------------------------------|
| 1. | | | | |
| 2. | | | | |
| 3. | | | | |
| 4. | | | | |
| 5. | | | | |

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| Name of Person Reporting Ludington, Thomas L. | Date of Report 04/23/2013 |
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V. GIFTS. *(Includes those to spouse and dependent children; see pp. 28-31 of filing instructions.)*

NONE *(No reportable gifts.)*

| | <u>SOURCE</u> | <u>DESCRIPTION</u> | <u>VALUE</u> |
|----|---------------|--------------------|--------------|
| 1. | | | |
| 2. | | | |
| 3. | | | |
| 4. | | | |
| 5. | | | |

VI. LIABILITIES. *(Includes those of spouse and dependent children; see pp. 32-33 of filing instructions.)*

NONE *(No reportable liabilities.)*

| | <u>CREDITOR</u> | <u>DESCRIPTION</u> | <u>VALUE CODE</u> |
|----|-----------------|--------------------|-------------------|
| 1. | | | |
| 2. | | | |
| 3. | | | |
| 4. | | | |
| 5. | | | |

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VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

NONE (No reportable income, assets, or transactions.)

| | A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure | B. Income during reporting period | | C. Gross value at end of reporting period | | D. Transactions during reporting period | | | | |
|-----|---|---|---|---|---|---|-------------------------|---------------------------------|--------------------------------|---|
| | | (1) Amount Code 1 (A-H) | (2) Type (e.g., div., rent, or int.) | (1) Value Code 2 (J-P) | (2) Value Method Code 3 (Q-W) | (1) Type (e.g., buy, sell, redemption) | (2) Date mm/dd/yy | (3) Value Code 2 (J-P) | (4) Gain Code 1 (A-H) | (5) Identity of buyer/seller (if private transaction) |
| 1. | Chemical Bank & Trust checking & savings | A | Interest | K | T | | | | | |
| 2. | Dow Chemical Employees Credit Union | A | Interest | M | T | | | | | |
| 3. | TD Ameritrade Money Market | A | Interest | M | T | | | | | |
| 4. | Merrill Lynch Money Market | A | Interest | J | T | | | | | |
| 5. | Amgen Stock | A | Dividend | J | T | | | | | |
| 6. | Covance Stock | | None | K | T | | | | | |
| 7. | Blackroot Global Stock | B | Dividend | L | T | | | | | |
| 8. | IBM Stock | A | Dividend | K | T | | | | | |
| 9. | Quest Diagnostics Stock | A | Dividend | K | T | | | | | |
| 10. | Petosky MI Condo | | None | M | W | | | | | |
| 11. | Am Cent Real Est (Dow Savings Plan)KKL 401K | A | Int./Div. | K | T | | | | | |
| 12. | Fidelity Contrafund(Dow Savings Plan)KKL 401K | A | Int./Div. | K | T | | | | | |
| 13. | Fidelity Diversified Intl (Dow Savings Plan) KKL 401K | | None | | | | 01/09/12 | | | |
| 14. | ACW1 Ex US IMI NL (Dow Savings Plan) KKL | | None | K | T | | 01/09/12 | | | |
| 15. | Interest Income Fund (Dow Savings Plan) KKL 401K | C | Int./Div. | M | T | | | | | |
| 16. | Vanguard Convertible See (Dow Savings Plan) KKL 401K | C | Int./Div. | K | T | | | | | |
| 17. | Vanguard Global Equity (Dow Savings Plan) KKL 401K | A | Int./Div. | K | T | | | | | |

| | | | | | |
|--|---|--|---|--|-------------------------|
| 1. Income Gain Codes: (See Columns B1 and D4) | A = \$1,000 or less F = \$50,001 - \$100,000 | B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 | C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000 | D = \$5,001 - \$15,000 H2 = More than \$5,000,000 | E = \$15,001 - \$50,000 |
| 2. Value Codes (See Columns C1 and D3) | J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000 | K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000 | L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000 | M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000 | |
| 3. Value Method Codes (See Column C2) | Q = Appraisal U = Book Value | R = Cost (Real Estate Only) V = Other | S = Assessment W = Estimated | T = Cash Market | |

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VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

NONE (No reportable income, assets, or transactions.)

| A. Description of Assets (including trust assets) | B. Income during reporting period | | C. Gross value at end of reporting period | | D. Transactions during reporting period | | | | |
|---|--------------------------------------|----------------------------------|--|--------------------|--|---------------|--------------------|-------------------|---|
| | (1) | (2) | (1) | (2) | (1) | (2) | (3) | (4) | (5) |
| | Amount Code 1 (A-H) | Type (e.g., div., rent, or int.) | Value Code 2 (J-P) | Value Code 3 (Q-W) | Type (e.g., buy, sell, redemption) | Date mm/dd/yy | Value Code 2 (J-P) | Gain Code 1 (A-H) | Identity of buyer/seller (if private transaction) |
| 18. SSga Stable Value-State of Michigan 457 Plan (TLL) | | None | K | T | | | | | |
| 19. PIMCO Total Return-State of Michigan 457 (TLL) | | None | J | T | | | | | |
| 20. Dodge & Cox Stock State of Michigan 457 Plan (TLL) | | None | J | T | | | | | |
| 21. SSga Stable Value State of Michigan 401K Plan (TLL) | | None | K | T | | | | | |
| 22. PIMCO Total Return State of MI 401 K plan (TLL) | | None | K | T | | | | | |
| 23. Oakmark Equity & Income Fund-St of MI 401K (TLL) | | None | K | T | | | | | |
| 24. MFS Total Return-St of MI 401K Plan (TLL) | | None | | | Merged (with line 25) | 09/30/12 | J | | |
| 25. Rainier Large Cap Growth-St of MI 401K | | None | J | T | | 09/30/12 | J | | |
| 26. T Rowe Price Mid Cap Value-St of MI 401K (TLL) | | None | K | T | | | | | |
| 27. Dodge & Cox Stock-St of MI 401K (TLL) | | None | J | T | | | | | |
| 28. Ridge Worth Funds-St of MI 401K (TLL) | | None | K | T | | | | | |
| 29. American Funds Europacific Gr-St of MI 401K (TLL) | | None | K | T | | | | | |
| 30. NB Genesis-Inst (Dow Savings Plan) KKL | B | Int./Div. | K | T | | | | | |
| 31. Pim Co Real 1 (Dow Savings Plan) KKL | A | Int./Div. | J | T | | | | | |
| 32. TRP Is Mid Cap (Dow Savings Plan) KKL (Y) | A | Int./Div. | K | T | | | | | |
| 33. Small Cap Index Fund (Dow Savings) KKL (Y) | | None | J | T | | | | | |
| 34. Schwab Money Market | A | Interest | | | Closed | 10/03/12 | K | | |

| | | | | | |
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|---|---|---|---|---|---|-------------------------|---------------------------------|--------------------------------|---|
| | (1) Amount Code 1 (A-H) | (2) Type (e.g., div., rent, or int.) | (1) Value Code 2 (J-P) | (2) Value Method Code 3 (Q-W) | (1) Type (e.g., buy, sell, redemption) | (2) Date mm/dd/yy | (3) Value Code 2 (J-P) | (4) Gain Code 1 (A-H) | (5) Identity of buyer/seller (if private transaction) |
| | 35. Anchor Life Policy | | None | K | T | | | | |
| 36. Trust Mark Life Policy (TLL) | | None | L | T | | | | | |
| 37. Indianapolis Life Policy | | None | K | T | | | | | |
| 38. Apple Inc | A | Dividend | J | T | Sold (part) | 03/30/12 | J | B | |
| 39. | | None | J | T | Sold (part) | 08/20/12 | J | C | |
| 40. Hennessy Gas Utilities Index Fund | A | Dividend | J | T | Sold (part) | 12/19/12 | J | B | |
| 41. Fidelity Select Portfolio Fund | A | Dividend | J | T | | | | | |
| 42. First Eagle Overseas A Fund | A | Dividend | K | T | | | | | |
| 43. Church & Dwight | A | Dividend | J | T | Sold (part) | 08/20/12 | J | A | |
| 44. Dollar Tree Stores Inc | | None | J | T | | | | | |
| 45. Abbott Labs | A | Dividend | | | Sold | 03/30/12 | J | B | |
| 46. Buffalo Wild Wings | | None | J | T | | | | | |
| 47. ING Global Natural Resources | A | Dividend | K | T | | | | | |
| 48. MFS Utilities Fund | A | Dividend | J | T | Sold (part) | 12/19/12 | J | A | |
| 49. Royce Low Priced Stock Fund | | None | | | Sold | 08/20/12 | K | A | |
| 50. Columbia Seligman | | None | | | Sold (part) | 03/20/12 | J | B | |
| 51. | | None | | | Sold | 08/20/12 | J | D | |

| | | | | | |
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| | (1) Amount Code 1 (A-H) | (2) Type (e.g., div., rent, or int.) | (1) Value Code 2 (J-P) | (2) Value Method Code 3 (Q-W) | (1) Type (e.g., buy, sell, redemption) | (2) Date mm/dd/yy | (3) Value Code 2 (J-P) | (4) Gain Code 1 (A-H) | (5) Identity of buyer/seller (if private transaction) |
| | 52. Vanguard Energy Fund A | B | Dividend | J | T | | | | |
| 53. Janus Overseas Inv Fund | | None | | | Sold | 08/20/12 | J | | |
| 54. MSCI Canada Index | A | Dividend | K | T | Buy (add'l) | 12/19/12 | J | | |
| 55. Metro Inc Class A | A | Dividend | K | T | Sold (part) | 12/19/12 | J | B | |
| 56. General Mills | A | Dividend | | | Sold | 12/19/12 | J | A | |
| 57. Proctor & Gamble | A | Dividend | | | Sold | 03/30/12 | J | A | |
| 58. Ross Stores | A | Dividend | J | T | Sold (part) | 08/20/12 | J | B | |
| 59. | | None | J | T | Buy (add'l) | 12/19/12 | J | | |
| 60. Yacktman Fund | A | Dividend | K | T | Sold (part) | 08/20/12 | J | A | |
| 61. SPDR DJ Intl Real Estate ETF | A | Dividend | K | T | Buy | 08/20/12 | J | | |
| 62. MFS Intl New Discovery A Fund | A | Dividend | K | T | Sold (part) | 12/19/12 | J | A | |
| 63. T Price Media & Tele | A | Dividend | K | T | Sold (part) | 08/20/12 | J | C | |
| 64. Tim Horton's | A | Dividend | K | T | Buy | 08/20/12 | J | | |
| 65. Alexanders | A | Dividend | | | Sold | 08/20/12 | K | B | |
| 66. ATCO Ltd Class I | A | Interest | K | T | Sold (part) | 08/20/12 | J | B | |
| 67. Bank of Nova Scotia | A | Dividend | J | T | | | | | |
| 68. Harris Cap PFD | A | Dividend | J | T | | | | | |

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| | 69. Permian Basin Royalty Trust | A | Dividend | | | Sold (part) | 03/30/12 | J | C |
| 70. | | None | | | Sold (part) | 08/20/12 | J | A | |
| 71. | | None | | | Sold | 12/19/12 | J | | |
| 72. Sabine Royalty Trust | A | Dividend | | | Sold | 12/19/12 | J | | |
| 73. Alliance Resource Partners | B | Dividend | J | T | Sold (part) | 03/30/12 | J | | |
| 74. Magellan Midstream | A | Dividend | | | Sold (part) | 03/30/12 | J | A | |
| 75. | | None | | | Sold (part) | 08/20/12 | J | B | |
| 76. | | None | | | Sold | 12/19/12 | K | D | |
| 77. National Health Investors | B | Dividend | K | T | Sold (part) | 08/20/12 | J | A | |
| 78. | | None | K | T | Sold (part) | 12/19/12 | J | A | |
| 79. Sunoco Logistics Partners | B | Dividend | K | T | Sold (part) | 08/20/12 | J | C | |
| 80. | | None | K | T | Sold (part) | 12/19/12 | K | D | |
| 81. | | None | K | T | Buy (add'l) | 12/19/12 | K | | |
| 82. C & S Realty Fund | A | Dividend | K | T | Sold (part) | 03/30/12 | J | A | |
| 83. | | None | K | T | Sold (part) | 08/20/12 | J | A | |
| 84. Alerian Infrastructure | B | Dividend | K | T | Sold (part) | 03/30/12 | J | A | |
| 85. El Paso Pipeline | B | Dividend | K | T | Sold (part) | 12/19/12 | J | A | |

| | | | | | |
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| | 86. Spectra Energy Partners | B | Dividend | | | Sold (part) | 03/30/12 | J | A |
| 87. | | None | | | Sold (part) | 08/20/12 | J | A | |
| 88. | | None | | | Sold | 12/19/12 | K | A | |
| 89. Transmontaigne Partners | B | Dividend | K | T | Sold (part) | 03/30/12 | J | | |
| 90. | | None | K | T | Sold (part) | 08/20/12 | J | | |
| 91. Rayonier Inc | A | Dividend | K | T | Sold (part) | 08/20/12 | J | A | |
| 92. SL Green Realty | A | Dividend | K | T | | | | | |
| 93. Thornburg Intl Value | A | Dividend | | | Sold (part) | 03/30/12 | J | C | |
| 94. | | None | | | Sold | 08/20/12 | J | C | |
| 95. Aflac | A | Dividend | K | T | Buy | 08/20/12 | J | | |
| 96. Deere & Co | A | Dividend | J | T | Buy | 08/20/12 | J | | |
| 97. | | None | J | T | Sold (part) | 12/19/12 | J | A | |
| 98. PowerShares Pharma ETF | A | Dividend | K | T | Buy | 08/20/12 | K | | |
| 99. PowerShares QQQ ETF | A | Dividend | K | T | Buy | 08/20/12 | K | | |
| 100. SPDR S&P Homebuilders ETF | | None | J | T | Buy | 12/19/12 | J | | |
| 101. TAL International | | None | J | T | Buy | 12/19/12 | J | | |
| 102. Westcore Intl Sm Cap Fund | A | Dividend | K | T | Buy | 08/20/12 | K | | |

| | | | | | |
|--|--|--|--|--|-------------------------|
| 1. Income Gain Codes: (See Columns B1 and D4) | A = \$1,000 or less F = \$50,001 - \$100,000 J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000 | B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000 | C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000 L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000 | D = \$5,001 - \$15,000 H2 = More than \$5,000,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000 | E = \$15,001 - \$50,000 |
| 2. Value Codes (See Columns C1 and D3) | Q = Appraisal U = Book Value | R = Cost (Real Estate Only) V = Other | S = Assessment W = Estimated | T = Cash Market | |
| 3. Value Method Codes (See Column C2) | | | | | |

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| Name of Person Reporting Ludington, Thomas L. | Date of Report 04/23/2013 |
|---|-------------------------------------|

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

NONE (No reportable income, assets, or transactions.)

| A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure | B. Income during reporting period | | C. Gross value at end of reporting period | | D. Transactions during reporting period | | | | |
|---|---|---|---|---|---|-------------------------|---------------------------------|--------------------------------|---|
| | (1) Amount Code 1 (A-H) | (2) Type (e.g., div., rent, or int.) | (1) Value Code 2 (J-P) | (2) Value Method Code 3 (Q-W) | (1) Type (e.g., buy, sell, redemption) | (2) Date mm/dd/yy | (3) Value Code 2 (J-P) | (4) Gain Code 1 (A-H) | (5) Identity of buyer/seller (if private transaction) |
| | 103. BPPudhoe Bay Royalty Trust | A | Dividend | J | T | Buy | 03/30/12 | K | |
| 104. Continental Resources | | None | K | T | Buy | 12/19/12 | K | | |
| 105. Pioneer SouthWest Partners | A | Dividend | K | T | Buy | 08/20/12 | J | | |
| 106. | | None | K | T | Buy (add'l) | 12/19/12 | J | | |
| 107. Enterprise Products Partners | | None | K | T | Buy | 12/19/12 | K | | |
| 108. Plains All American Pipeline | | None | K | T | Buy | 12/19/12 | K | | |
| 109. Simon Property Group | A | Dividend | K | T | Buy | 08/20/12 | K | | |
| 110. Cummins Inc | A | Dividend | | | Buy | 03/30/12 | J | | |
| 111. | | None | | | Sold | 12/19/12 | J | | |
| 112. Andrews Co, TX 8/15/15 | A | Interest | K | T | | | | | |
| 113. Berkshire Hathaway 8/15/13 | A | Interest | K | T | | | | | |
| 114. Camden NJ Bond 1/15/15 | A | Interest | K | T | | | | | |
| 115. Capital One Bank CD 12/19/14 | A | Interest | J | T | | | | | |
| 116. Caterpillar Finance 5/15/13 | A | Interest | J | T | | | | | |
| 117. Caterpillar Finance 7/15/12 | A | Interest | | | Matured | 7/15/12 | K | A | |
| 118. Cary, IL Semi 11/01/2013 | A | Interest | J | T | | | | | |
| 119. Cook Co, IL 12/01/2013 | | None | J | T | | | | | |

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|--|---|--|---|--|-------------------------|
| 1. Income Gain Codes: (See Columns B1 and D4) | A = \$1,000 or less F = \$50,001 - \$100,000 | B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 | C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000 | D = \$5,001 - \$15,000 H2 = More than \$5,000,000 | E = \$15,001 - \$50,000 |
| 2. Value Codes (See Columns C1 and D3) | J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000 | K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000 | L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000 | M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000 | |
| 3. Value Method Codes (See Column C2) | Q = Appraisal U = Book Value | R = Cost (Real Estate Only) V = Other | S = Assessment W = Estimated | T = Cash Market | |

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|---|------------------------------|
| Name of Person Reporting Ludington, Thomas L. | Date of Report 04/23/2013 |
|---|------------------------------|

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

NONE (No reportable income, assets, or transactions.)

| A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure | B. Income during reporting period | | C. Gross value at end of reporting period | | D. Transactions during reporting period | | | | |
|---|---|--|---|--------------------------|--|------------------|--------------------------|-------------------------|--|
| | (1) | (2) | (1) | (2) | (1) | (2) | (3) | (4) | (5) |
| | Amount Code 1 (A-H) | Type (e.g., div., rent, or int.) | Value Code 2 (J-P) | Value Code 3 (Q-W) | Type (e.g., buy, sell, redemption) | Date mm/dd/yy | Value Code 2 (J-P) | Gain Code 1 (A-H) | Identity of buyer/seller (if private transaction) |
| 120. GE Capital Corp 11/14/14 | B | Interest | K | T | | | | | |
| 121. John Hancock 02/12/12 | A | Interest | | | Matured | 02/12/12 | J | A | |
| 122. Lehman Bond Escrow 01/18/12 | | None | | | Matured | 04/17/12 | J | | |
| 123. John Hancock 11/15/15 | A | Interest | J | T | | | | | |
| 124. Lewis County WA 12/1/14 | B | Interest | K | T | | | | | |
| 125. Mishawaka, IN 3/1/15 | | None | K | T | | | | | |
| 126. New York St Bond 3/15/15 | B | Interest | K | T | | | | | |
| 127. Palatine, IL Bond 12/1/14 | B | Interest | K | T | | | | | |
| 128. HSBC Bond 7/15/12 | A | Interest | | | Matured | 07/15/12 | J | | |
| 129. HSBC Bond 7/15/12 | A | Interest | | | Matured | 07/15/12 | J | | |
| 130. Indiana Bond Bank 7/15/15 | B | Interest | K | T | | | | | |
| 131. Davis Co, UT Semi 6/1/12 | A | Interest | | | Matured | 06/1/12 | J | | |
| 132. Capmark Bank CD 7/23/12 | A | Interest | J | T | | | | | |
| 133. Citizens Bank CD 12/28/12 | A | Interest | | | Matured | 12/28/12 | J | | |
| 134. Discover Bank CD 9/24/13 | B | Interest | K | T | | | | | |
| 135. GE Cap Finance CD 9/18/12 | A | Interest | | | Matured | 09/18/12 | J | | |
| 136. GE Money Bank CD 11/20/12 | A | Interest | | | Matured | 11/20/12 | J | | |

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|--|---|--|---|--|-------------------------|
| 1. Income Gain Codes: (See Columns B1 and D4) | A = \$1,000 or less F = \$50,001 - \$100,000 | B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 | C = \$2,501 - \$5,000 H = \$1,000,001 - \$5,000,000 | D = \$5,001 - \$15,000 I = More than \$5,000,000 | E = \$15,001 - \$50,000 |
| 2. Value Codes (See Columns C1 and D3) | J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000 | K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000 | L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000 | M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000 | |
| 3. Value Method Codes (See Column C2) | Q = Appraisal U = Book Value | R = Cost (Real Estate Only) V = Other | S = Assessment W = Estimated | T = Cash Market | |

FINANCIAL DISCLOSURE REPORT

| | |
|---|-------------------------------------|
| Name of Person Reporting Ludington, Thomas L. | Date of Report 04/23/2013 |
|---|-------------------------------------|

VII. INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

NONE (No reportable income, assets, or transactions.)

| A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure | B. Income during reporting period | | C. Gross value at end of reporting period | | D. Transactions during reporting period | | | | |
|---|---|---|---|---|---|-------------------------|---------------------------------|--------------------------------|---|
| | (1) Amount Code 1 (A-H) | (2) Type (e.g., div., rent, or int.) | (1) Value Code 2 (J-P) | (2) Value Method Code 3 (Q-W) | (1) Type (e.g., buy, sell, redemption) | (2) Date mm/dd/yy | (3) Value Code 2 (J-P) | (4) Gain Code 1 (A-H) | (5) Identity of buyer/seller (if private transaction) |
| | 137. Goldman Sachs CD 11/19/13 | B | Interest | L | T | | | | |
| 138. Goldman Sachs CD 12/17/13 | A | Interest | K | T | | | | | |
| 139. Wachovia Bank CD 9/30/13 | A | Interest | J | T | | | | | |
| 140. Barclay Bank Bond 9/22/16 | A | Interest | K | T | | | | | |
| 141. Barclay Bank Bond 7/10/14 | A | Interest | J | T | | | | | |
| 142. GE Cap Finance CD 10/16/12 | A | Interest | | | Matured | 10/16/12 | J | | |
| 143. Paragon Com Bank CD 12/15/14 | A | Interest | K | T | | | | | |
| 144. Syracuse NY Bond 10/15/14 | B | Interest | K | T | | | | | |
| 145. Goldman Sachs Semi 10/1/16 | A | Interest | K | T | | | | | |
| 146. Goldman Sachs Semi 10/1/14 | A | Interest | K | T | | | | | |
| 147. John Hancock Semi 9/15/16 | A | Interest | J | T | | | | | |
| 148. Avalon BayCommunities I | A | Dividend | K | T | Sold (part) | 03/30/12 | J | B | |
| 149. Oregon State Bond 6/1/12 | A | Interest | | | Matured | 06/01/12 | K | | |
| 150. Pepsico Bond Maty 4/1/12 | A | Interest | | | Matured | 04/01/12 | K | | |
| 151. JP Morgan Chase 6/27/17 | A | Interest | J | T | | | | | |
| 152. JP Morgan Chase 3/1/16 | B | Interest | K | T | | | | | |
| 153. Metlife Inc Semi 6/1/16 | A | Interest | J | T | | | | | |

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|--|---|--|---|--|-------------------------|
| 1. Income Gain Codes: (See Columns B1 and D4) | A = \$1,000 or less F = \$50,001 - \$100,000 | B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 | C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000 | D = \$5,001 - \$15,000 H2 = More than \$5,000,000 | E = \$15,001 - \$50,000 |
| 2. Value Codes (See Columns C1 and D3) | J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000 | K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000 | L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000 | M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000 | |
| 3. Value Method Codes (See Column C2) | Q = Appraisal U = Book Value | R = Cost (Real Estate Only) V = Other | S = Assessment W = Estimated | T = Cash Market | |

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|---|-------------------------------------|
| Name of Person Reporting Ludington, Thomas L. | Date of Report 04/23/2013 |
|---|-------------------------------------|

VII. INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

NONE (No reportable income, assets, or transactions.)

| A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure | B. Income during reporting period | | C. Gross value at end of reporting period | | D. Transactions during reporting period | | | | |
|---|---|---|---|---|---|-------------------------|---------------------------------|--------------------------------|---|
| | (1) Amount Code 1 (A-H) | (2) Type (e.g., div., rent, or int.) | (1) Value Code 2 (J-P) | (2) Value Method Code 3 (Q-W) | (1) Type (e.g., buy, sell, redemption) | (2) Date mm/dd/yy | (3) Value Code 2 (J-P) | (4) Gain Code 1 (A-H) | (5) Identity of buyer/seller (if private transaction) |
| 154. Michigan Financial Authority 11/1/16 | A | Interest | J | T | | | | | |
| 155. Phoenix, AZ 7/1/16 | A | Interest | J | T | | | | | |
| 156. Westpac Banking Co Bond 12/9/15 | A | Interest | J | T | | | | | |
| 157. GE Money Bank CD 9/11/17 | | None | J | T | Buy | 09/20/12 | J | | |
| 158. GE Money Bank CD 7/24/17 | | None | J | T | Buy | 10/23/12 | J | | |
| 159. Goldman Sachs CD 8/22/17 | | None | K | T | Buy | 08/27/12 | K | | |
| 160. Deutsche Bank Bond 9/1/17 | A | Interest | J | T | Buy | 04/03/12 | J | | |
| 161. JP Morgan Chase 7/5/16 | A | Interest | J | T | Buy | 04/03/12 | J | | |
| 162. Mars, PA 03/01/16 | A | Interest | K | T | Buy | 06/04/12 | K | | |
| 163. McGraw-Hill 11/15/17 | | None | J | T | Buy | 12/21/12 | J | | |
| 164. NY Transit 11/15/16 | A | Interest | J | T | Buy | 04/19/12 | J | | |
| 165. Soc Gen 10/12/17 | | None | J | T | Buy | 12/21/12 | J | | |
| 166. GE Cap Corp 7/15/17 | A | Interest | K | T | Buy | 04/03/12 | K | | |
| 167. Goldman Sachs 9/1/12 | A | Interest | J | T | Buy | 04/03/12 | J | | |
| 168. VF Corp Bond semi 11/01/17 | | None | K | T | Buy | 12/21/12 | K | | |
| 169. Chemical Bank Savings (FBO#1) | A | Interest | K | T | | | | | |
| 170. Federated Balance (CFC) (FBO#1) | A | Dividend | K | T | | | | | |

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|--|--|--|--|--|-----------------------|
| 1. Income Gain Codes: (See Columns B1 and D4) | A=\$1,000 or less F=\$50,001 - \$100,000 J=\$15,000 or less N=\$250,001 - \$500,000 P3=\$25,000,001 - \$50,000,000 | B=\$1,001 - \$2,500 G=\$100,001 - \$1,000,000 K=\$15,001 - \$50,000 O=\$500,001 - \$1,000,000 | C=\$2,501 - \$5,000 H1=\$1,000,001 - \$5,000,000 L=\$50,001 - \$100,000 P1=\$1,000,001 - \$5,000,000 P4=More than \$50,000,000 | D=\$5,001 - \$15,000 H2=More than \$5,000,000 M=\$100,001 - \$250,000 P2=\$5,000,001 - \$25,000,000 | E=\$15,001 - \$50,000 |
| 2. Value Codes (See Columns C1 and D3) | Q=Appraisal U=Book Value | R=Cost (Real Estate Only) V=Other | S=Assessment W=Estimated | T=Cash Market | |

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|---|------------------------------|
| Name of Person Reporting Ludington, Thomas L. | Date of Report 04/23/2013 |
|---|------------------------------|

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

NONE (No reportable income, assets, or transactions.)

| A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure | B. Income during reporting period | | C. Gross value at end of reporting period | | D. Transactions during reporting period | | | | |
|---|---|--|---|--------------------------|--|------------------|--------------------------|-------------------------|--|
| | (1) | (2) | (1) | (2) | (1) | (2) | (3) | (4) | (5) |
| | Amount Code 1 (A-H) | Type (e.g., div., rent, or int.) | Value Code 2 (J-P) | Value Code 3 (Q-W) | Type (e.g., buy, sell, redemption) | Date mm/dd/yy | Value Code 2 (J-P) | Gain Code 1 (A-H) | Identity of buyer/seller (if private transaction) |
| 171. MIE d Savings Plan Moderate Age-Based Opt18(FBO#1)No Control | | None | L | T | | | | | |
| 172. MI Ed Savings Plan 100% Equity Opt (FBO#1)No Control | | None | J | T | | | | | |
| 173. TD Ameritrade Money Market (FBO #1) | A | Interest | K | T | Open | 04/23/12 | L | | |
| 174. Schwab Money Market (FBO#1) | A | Interest | | | Closed | 07/26/12 | J | | |
| 175. Columbia Seligman Comm & Info (FBO#1) | A | Dividend | | | Sold | 08/17/12 | J | C | |
| 176. ING Global Nat Res Fund (FBO#1) | A | Dividend | J | T | | | | | |
| 177. MFS Utilities Fund (FBO#1) | A | Dividend | | T | Sold (part) | 12/19/12 | J | A | |
| 178. Royce Low-Priced Stock (FBO#1) | | None | | | Sold | 08/17/12 | J | A | |
| 179. Vanguard Energy Fund (FBO#1) | A | Dividend | J | T | Buy (add'l) | 08/17/12 | J | | |
| 180. | | None | J | T | Buy (add'l) | 12/19/12 | J | | |
| 181. First Eagle Overseas A Fund (FBO#1) | A | Dividend | J | T | Buy (add'l) | 08/17/12 | J | | |
| 182. Janus Overseas Inv Fund (FBO#1) | | None | | | Sold | 08/17/12 | J | A | |
| 183. MFS Intl New Disc A Fund (FBO#1) | A | Dividend | J | T | Buy (add'l) | 12/19/12 | J | | |
| 184. Morgan Stanley Ins Intl Real Estate (FBO#1) | A | Dividend | | | Sold | 08/17/12 | J | A | |
| 185. T Price Media & Tele Fund (FBO#1) | A | Dividend | J | T | | | | | |
| 186. Yacktman Fund (FBO #1) | A | Dividend | J | T | Buy (add'l) | 12/19/12 | J | | |
| 187. ATCO Ltd Class 1 (FBO#1) | A | Dividend | J | T | Sold (part) | 12/19/12 | J | B | |

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|--|--|--|--|--|------------------------|
| 1. Income Gain Codes: (See Columns B1 and D4) | A =\$1,000 or less F =\$50,001 - \$100,000 | B =\$1,001 - \$2,500 G =\$100,001 - \$1,000,000 | C =\$2,501 - \$5,000 H1 =\$1,000,001 - \$5,000,000 | D =\$5,001 - \$15,000 H2 =More than \$5,000,000 | E =\$15,001 - \$50,000 |
| 2. Value Codes (See Columns C1 and D3) | J =\$15,000 or less N =\$250,001 - \$500,000 P3 =\$25,000,001 - \$50,000,000 | K =\$15,001 - \$50,000 O =\$500,001 - \$1,000,000 | L =\$50,001 - \$100,000 P1 =\$1,000,001 - \$5,000,000 P4 =More than \$50,000,000 | M =\$100,001 - \$250,000 P2 =\$5,000,001 - \$25,000,000 | |
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|---|-------------------------------------|
| Name of Person Reporting Ludington, Thomas L. | Date of Report 04/23/2013 |
|---|-------------------------------------|

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

NONE (No reportable income, assets, or transactions.)

| A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure | B. Income during reporting period | | C. Gross value at end of reporting period | | D. Transactions during reporting period | | | | |
|---|---|---|---|---|---|-------------------------|---------------------------------|--------------------------------|---|
| | (1) Amount Code 1 (A-H) | (2) Type (e.g., div., rent, or int.) | (1) Value Code 2 (J-P) | (2) Value Method Code 3 (Q-W) | (1) Type (e.g., buy, sell, redemption) | (2) Date mm/dd/yy | (3) Value Code 2 (J-P) | (4) Gain Code 1 (A-H) | (5) Identity of buyer/seller (if private transaction) |
| 188. Canadian Nat Resc (FBO#1) | A | Dividend | | | Sold | 08/17/12 | J | A | |
| 189. Metro Inc Class A (FBO#1) | A | Dividend | J | T | | | | | |
| 190. MSCI Canada Index Fund (FBO#1) | A | Dividend | J | T | Buy (add'l) | 12/19/12 | J | | |
| 191. Sabine Royalty Trust (FBO#1) | A | Dividend | | | Sold | 08/17/12 | J | C | |
| 192. Magellan Midstream (FBO#1) | A | Dividend | J | T | Sold (part) | 12/19/12 | J | B | |
| 193. Sunoco Logistics Partners (FBO#1) | A | Dividend | J | T | Buy (add'l) | 02/15/12 | J | | |
| 194. | | None | J | T | Sold (part) | 04/25/12 | J | A | |
| 195. | | None | J | T | Sold (part) | 12/19/12 | J | C | |
| 196. C & S Realty Fund (FBO#1) | A | Dividend | J | T | | | | | |
| 197. Avalon Bay Comm Inc (FBO#1) | A | Dividend | J | T | | | | | |
| 198. Firstbank PR Mthly 7/11/13 (FBO#1) | A | Interest | J | T | | | | | |
| 199. St Bank of India, NY CD 9/26/12 (FBO#1) | A | Interest | | | Matured | 09/26/12 | J | | |
| 200. Wachovia Bank, semi 8/15/13 (FBO#1) | A | Interest | J | T | | | | | |
| 201. Ft Walton Def, Maty 6/15/12 (FBO#1) | | None | | | Matured | 06/15/12 | K | | |
| 202. GE Cap Corp, semi 8/15/15, (FBO#1) | A | Interest | K | T | | | | | |
| 203. Goldman Sachs 10/15/15 (FBO#1) | A | Interest | J | T | | | | | |
| 204. Marlboro Twp NJ semi 12/1/13 (FBO#1) | A | Interest | J | T | | | | | |

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|--|---|--|--|--|-------------------------|
| 1. Income Gain Codes: (See Columns B1 and D4) | A = \$1,000 or less F = \$50,001 - \$100,000 | B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 | C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000 | D = \$5,001 - \$15,000 H2 = More than \$5,000,000 | E = \$15,001 - \$50,000 |
| 2. Value Codes (See Columns C1 and D3) | J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000 | K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000 | L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$5,000,000 | M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000 | |
| 3. Value Method Codes (See Column C2) | Q = Appraisal U = Book Value | R = Cost (Real Estate Only) V = Other | S = Assessment W = Estimated | T = Cash Market | |

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| Name of Person Reporting Ludington, Thomas L. | Date of Report 04/23/2013 |
|---|------------------------------|

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

NONE (No reportable income, assets, or transactions.)

| A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure | B. Income during reporting period | | C. Gross value at end of reporting period | | D. Transactions during reporting period | | | | |
|---|---|--|---|------------------------------------|--|------------------|--------------------------|-------------------------|--|
| | (1) | (2) | (1) | (2) | (1) | (2) | (3) | (4) | (5) |
| | Amount Code 1 (A-H) | Type (e.g., div., rent, or int.) | Value Code 2 (J-P) | Value Method Code 3 (Q-W) | Type (e.g., buy, sell, redemption) | Date mm/dd/yy | Value Code 2 (J-P) | Gain Code 1 (A-H) | Identity of buyer/seller (if private transaction) |
| 205. MI Ed Savgs Plan Moderate Age-Based Opt 12-14FBO#2No Control | | None | L | T | | | | | |
| 206. MI Ed Savings Plan 100% Equity Opt (FBO#2)No control | | None | J | T | | | | | |
| 207. Phoenix, AZ maty 7/1/14 (FBO#1) | | None | J | T | | | | | |
| 208. Superior, WI semi 3/1/14 (FBO#1) | A | Interest | K | T | | | | | |
| 209. Westpac Banking Co, semi 12/9/15 (FBO#1) | A | Dividend | K | T | | | | | |
| 210. Harris Cap (FBO#1) | A | Dividend | J | T | | | | | |
| 211. Goldman Sachs CD 8/22/17 (FBO #1) | | None | K | T | Buy | 08/27/12 | K | | |
| 212. N Wasco Co, OR 12/1/16 (FBO #1) | | None | K | T | Buy | 07/26/12 | J | | |
| 213. Aflac (FBO#1) | A | Dividend | J | T | Buy | 08/17/12 | J | | |
| 214. | | None | J | T | Sold (part) | 12/19/12 | J | A | |
| 215. Deere & Co (FBO #1) | A | Dividend | J | T | Buy | 08/17/12 | J | | |
| 216. | | None | J | T | Sold (part) | 12/19/12 | J | A | |
| 217. PowerShares Pharma ETF (FBO #1) | A | Dividend | J | T | Buy | 08/17/12 | J | | |
| 218. PowerShares QQQ ETF (FBO #1) | A | Dividend | J | T | Buy | 08/17/12 | J | | |
| 219. Ross Stores Inc (FBO #1) | A | Dividend | J | T | Buy | 08/17/12 | J | | |
| 220. SPDR S&P HomeB ETF (FBO#1) | | None | J | T | Buy | 12/19/12 | J | | |
| 221. TAL International (FBO #1) | | None | J | T | Buy | 12/19/12 | J | | |

| | | | | | |
|--|---|--|--|--|-------------------------|
| 1. Income Gain Codes: (See Columns B1 and D4) | A = \$1,000 or less F = \$50,001 - \$100,000 | B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 | C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000 | D = \$5,001 - \$15,000 H2 = More than \$5,000,000 | E = \$15,001 - \$50,000 |
| 2. Value Codes (See Columns C1 and D3) | J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000 | K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000 | L = \$50,001 - \$100,000 PI = \$1,000,001 - \$5,000,000 P4 = More than \$5,000,000 | M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000 | |
| 3. Value Method Codes (See Column C2) | Q = Appraisal U = Book Value | R = Cost (Real Estate Only) V = Other | S = Assessment W = Estimated | T = Cash Market | |

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| | |
|---|------------------------------|
| Name of Person Reporting Ludington, Thomas L. | Date of Report 04/23/2013 |
|---|------------------------------|

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

NONE (No reportable income, assets, or transactions.)

| A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure | B. Income during reporting period | | C. Gross value at end of reporting period | | D. Transactions during reporting period | | | | |
|---|---|---|---|---|---|-------------------------|---------------------------------|--------------------------------|---|
| | (1) Amount Code 1 (A-H) | (2) Type (e.g., div., rent, or int.) | (1) Value Code 2 (J-P) | (2) Value Method Code 3 (Q-W) | (1) Type (e.g., buy, sell, redemption) | (2) Date mm/dd/yy | (3) Value Code 2 (J-P) | (4) Gain Code 1 (A-H) | (5) Identity of buyer/seller (if private transaction) |
| | 222. SPDR DJ Intl Real Est ETF (FBO #1) | A | Dividend | J | T | Buy | 08/17/12 | J | |
| 223. Westcore Intl Small Cap Fund (FBO #1) | A | Dividend | J | T | Buy | 08/17/12 | J | | |
| 224. Tim Hortons (FBO #1) | A | Dividend | J | T | Buy | 08/17/12 | J | | |
| 225. Continental Resources (FBO #1) | | None | J | T | Buy | 12/19/12 | J | | |
| 226. Pioneer Southwest Partners (FBO #1) | A | Dividend | J | T | Buy | 08/17/12 | J | | |
| 227. Chemical Bank Savings (FBO#2) | | None | J | T | | | | | |
| 228. Schwab Money Market Fund (FBO#2) | A | Interest | K | T | | | | | |
| 229. Abbott Labs (FBO#2) | A | Dividend | | | Sold | 03/30/12 | J | A | |
| 230. Apple Inc (FBO#2) | A | Dividend | J | T | Sold (part) | 08/15/12 | J | A | |
| 231. Buffalo Wild Wings Inc (FBO#2) | | None | J | T | Sold (part) | 03/30/12 | J | A | |
| 232. General Mills Inc (FBO#2) | A | Dividend | | | Sold | 12/19/12 | J | A | |
| 233. ING Global Natural Resc Fund (FBO#2) | A | Dividend | J | T | | | | | |
| 234. MFS Utilities Fund (FBO#2) | A | Dividend | J | T | | | | | |
| 235. Ross Stores Inc (FBO#2) | A | Dividend | J | T | Sold (part) | 03/30/12 | J | A | |
| 236. | | None | J | S | Sold (part) | 08/15/12 | J | A | |
| 237. Royce Low Priced Stock Fund (FBO#2) | | None | | | Sold | 08/15/12 | J | A | |
| 238. Vanguard Energy Fund (FBO#2) | A | Dividend | J | T | | | | | |

| | | | | | |
|--|---|--|--|--|-------------------------|
| 1. Income Gain Codes: (See Columns B1 and D4) | A = \$1,000 or less F = \$50,001 - \$100,000 | B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 | C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000 | D = \$5,001 - \$15,000 H2 = More than \$5,000,000 | E = \$15,001 - \$50,000 |
| 2. Value Codes (See Columns C1 and D3) | J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000 | K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000 | L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$5,000,000 | M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000 | |
| 3. Value Method Codes (See Column C2) | Q = Appraisal U = Book Value | R = Cost (Real Estate Only) V = Other | S = Assessment W = Estimated | T = Cash Market | |

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Name of Person Reporting

Ludington, Thomas L.

Date of Report

04/23/2013

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

NONE (No reportable income, assets, or transactions.)

| A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure | B. Income during reporting period | | C. Gross value at end of reporting period | | D. Transactions during reporting period | | | | |
|---|---|--|---|--------------------------|--|------------------|--------------------------|-------------------------|--|
| | (1) | (2) | (1) | (2) | (1) | (2) | (3) | (4) | (5) |
| | Amount Code 1 (A-H) | Type (e.g., div., rent, or int.) | Value Code 2 (J-P) | Value Code 3 (Q-W) | Type (e.g., buy, sell, redemption) | Date mm/dd/yy | Value Code 2 (J-P) | Gain Code 1 (A-H) | Identity of buyer/seller (if private transaction) |
| 239. Yacktman Fund (FBO#2) | A | Dividend | J | T | | | | | |
| 240. First Eagle Oversea A Fund (FBO#2) | A | Dividend | J | T | | | | | |
| 241. Janus Overseas Inv Fund (FBO#2) | | None | | | Sold | 08/15/12 | J | | |
| 242. MFS Intl New Disc A Fund (FBO#2) | A | Dividend | J | T | | | | | |
| 243. SPDR DJ Intl Real Estate (FBO#2) | A | Dividend | J | T | Buy (add'l) | 03/30/12 | J | | |
| 244. T Price Media & Tele Fund (FBO#2) | A | Dividend | J | T | | | | | |
| 245. ATCO Ltd Class I (FBO#2) | A | Dividend | J | T | Sold (part) | 08/15/12 | J | B | |
| 246. Metro Inc A (FBO#2) | A | Dividend | | | Sold | 08/15/12 | J | A | |
| 247. MSCI Canada Index (FBO#2) | A | Dividend | J | T | | | | | |
| 248. Sabine Royalty Trust (FBO#2) | A | Dividend | | | Buy (add'l) | 03/30/12 | J | | |
| 249. | | None | | | Sold | 08/15/12 | J | B | |
| 250. Alerian Infrastructure Fund (FBO#2) | B | Dividend | K | T | Buy (add'l) | 03/30/12 | J | | |
| 251. C & S Realty Fund (FBO#2) | A | Dividend | J | T | Buy (add'l) | 03/30/12 | J | | |
| 252. Capital One CD 9/4/12 (FBO#2) | A | Interest | | | Matured | 09/04/12 | J | | |
| 253. GE Money Bank CD 10.19/13 (FBO#2) | A | Interest | K | T | | | | | |
| 254. Blount Co, TN, semi 6/1/15 (FBO#2) | A | Interest | J | T | | | | | |
| 255. Boston, MA semi 1/1/14 (FBO#2) | A | Interest | J | T | | | | | |

1. Income Gain Codes:

(See Columns B1 and D4)

A = \$1,000 or less

F = \$50,001 - \$100,000

B = \$1,001 - \$2,500

G = \$100,001 - \$1,000,000

C = \$2,501 - \$5,000

H1 = \$1,000,001 - \$5,000,000

D = \$5,001 - \$15,000

H2 = More than \$5,000,000

E = \$15,001 - \$50,000

2. Value Codes

(See Columns C1 and D3)

J = \$15,000 or less

N = \$250,001 - \$500,000

K = \$15,001 - \$50,000

O = \$500,001 - \$1,000,000

L = \$50,001 - \$100,000

P1 = \$1,000,001 - \$5,000,000

M = \$100,001 - \$250,000

P2 = \$5,000,001 - \$25,000,000

P3 = \$25,000,001 - \$50,000,000

Q = Appraisal

R = Cost (Real Estate Only)

S = Assessment

T = Cash Market

U = Book Value

V = Other

W = Estimated

3. Value Method Codes

(See Column C2)

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| | |
|---|------------------------------|
| Name of Person Reporting Ludington, Thomas L. | Date of Report 04/23/2013 |
|---|------------------------------|

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

NONE (No reportable income, assets, or transactions.)

| A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure | B. Income during reporting period | | C. Gross value at end of reporting period | | D. Transactions during reporting period | | | | |
|---|---|--|---|--------------------------|--|------------------|--------------------------|-------------------------|--|
| | (1) | (2) | (1) | (2) | (1) | (2) | (3) | (4) | (5) |
| | Amount Code 1 (A-H) | Type (e.g., div., rent, or int.) | Value Code 2 (J-P) | Value Code 3 (Q-W) | Type (e.g., buy, sell, redemption) | Date mm/dd/yy | Value Code 2 (J-P) | Gain Code 1 (A-H) | Identity of buyer/seller (if private transaction) |
| 256. Dallas TX maty 2/15/16 (FBO#2) | | None | J | T | | | | | |
| 257. GE Cap Corp, semi 10/20/16 (FBO#2) | A | Interest | K | T | | | | | |
| 258. JP Morgan 6/1/14 (FBO#2) | A | Interest | J | T | | | | | |
| 259. Westpac Banking Co 12/9/15 (FBO#2) | A | Interest | K | T | | | | | |
| 260. Aflac Inc (FBO #2) | A | Dividend | J | T | Buy | 08/15/12 | J | | |
| 261. Dollar Tree Stores (FBO #2) | | None | J | T | Buy | 12/19/12 | J | | |
| 262. PowerShares Pharma ETF (FBO #2) | A | Dividend | J | T | Buy | 08/15/12 | J | | |
| 263. PowerShares QQQ ETF (FBO #2) | A | Dividend | J | T | Buy | 08/15/12 | J | | |
| 264. SPDR S&P HomeB ETF (FBO #2) | A | Dividend | J | T | Buy | 08/15/12 | J | | |
| 265. TAL International (FBO #2) | | None | J | T | Buy | 12/19/12 | J | | |
| 266. Westcore Intl Sm Cp Fund (FBO #2) | A | Dividend | J | T | Buy | 08/15/12 | J | | |
| 267. Cummins (FBO #2) | A | Dividend | | | Buy | 03/30/12 | J | | |
| 268. | | None | | | Sold | 12/19/12 | J | | |
| 269. Tim Hortons (FBO #2) | A | Dividend | J | T | Buy | 12/19/12 | J | | |
| 270. Continental Resources (FBO #2) | | None | J | T | Buy | 12/19/12 | J | | |
| 271. Pioneer SW Partners (FBO #2) | A | Dividend | J | T | Buy | 08/15/12 | J | | |
| 272. East Whiteland, PA 9/1/17 (FBO #2) | A | Interest | K | T | Buy | 07/26/12 | J | | |

| | | | | | |
|--|---|--|---|--|-------------------------|
| 1. Income Gain Codes: (See Columns B1 and D4) | A = \$1,000 or less F = \$50,001 - \$100,000 | B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 | C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000 | D = \$5,001 - \$15,000 H2 = More than \$5,000,000 | E = \$15,001 - \$50,000 |
| 2. Value Codes (See Columns C1 and D3) | J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000 | K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000 | L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000 | M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000 | |
| 3. Value Method Codes (See Column C2) | Q = Appraisal U = Book Value | R = Cost (Real Estate Only) V = Other | S = Assessment W = Estimated | T = Cash Market | |

FINANCIAL DISCLOSURE REPORT

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| | |
|---|------------------------------|
| Name of Person Reporting Ludington, Thomas L. | Date of Report 04/23/2013 |
|---|------------------------------|

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

NONE (No reportable income, assets, or transactions.)

| A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure | B. Income during reporting period | | C. Gross value at end of reporting period | | D. Transactions during reporting period | | | | |
|---|---|--|---|------------------------------------|--|------------------|--------------------------|-------------------------|--|
| | (1) | (2) | (1) | (2) | (1) | (2) | (3) | (4) | (5) |
| | Amount Code 1 (A-H) | Type (e.g., div., rent, or int.) | Value Code 2 (J-P) | Value Method Code 3 (Q-W) | Type (e.g., buy, sell, redemption) | Date mm/dd/yy | Value Code 2 (J-P) | Gain Code 1 (A-H) | Identity of buyer/seller (if private transaction) |
| 273. Goldman Sachs 9/1/17 (FBO #2) | A | Interest | K | T | Buy | 04/03/12 | K | | |
| 274. N Wasco Co, OR 12/1/16 (FBO #2) | A | Interest | J | T | Buy | 07/26/12 | J | | |
| 275. Chemical Bank ██████████ Cust AGY | F | Int./Div. | P1 | T | | | | | |
| 276. Adrian MI City School Dist Bond 5/1/19 | B | Interest | L | T | | | | | |
| 277. Clark Cnty Nev Arpt Bond 7/1/2020 | B | Interest | K | T | | | | | |
| 278. Detroit, MI Bond 5/1/16 | B | Interest | L | T | | | | | |
| 279. Fennville, MI School Bond 5/1/2020 | B | Interest | K | T | | | | | |
| 280. Fidelity Inter Muni Inc Fd #036 | B | Interest | L | T | | | | | |
| 281. Fitzgerald MI School Bond 5/1/18 | | None | K | T | | | | | |
| 282. Grosse Ile Twp MI School Bond 5/1/2021 | | None | K | T | | | | | |
| 283. Illinois ST Agm Bond 1/1/2021 | | None | K | T | | | | | |
| 284. Kalamazoo MI School Bond 5/1/2020 | | None | K | T | | | | | |
| 285. Madison MI School Bond 5/1/17 | | None | K | T | | | | | |
| 286. MI ST Hosp Fin Bond 7/15/2021 | | None | L | T | | | | | |
| 287. Nuveen MI Muni Bd A | A | Interest | | | Matured | 01/20/12 | K | B | |
| 288. Orchard View MI School Bond 5/1/2013 | | None | K | T | | | | | |
| 289. Romulus MI Tax Increment Fin Bond 11/1/18 | | None | L | T | | | | | |

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|--|---|--|--|--|-----------------------|
| 1. Income Gain Codes: (See Columns B1 and D4) | A=\$1,000 or less F=\$50,001 - \$100,000 | B=\$1,001 - \$2,500 G=\$100,001 - \$1,000,000 | C=\$2,501 - \$5,000 H1=\$1,000,001 - \$5,000,000 | D=\$5,001 - \$15,000 H2=More than \$5,000,000 | E=\$15,001 - \$50,000 |
| 2. Value Codes (See Columns C1 and D3) | J=\$15,000 or less N=\$250,001 - \$500,000 P3=\$25,000,001 - \$50,000,000 | K=\$15,001 - \$50,000 O=\$500,001 - \$1,000,000 | L=\$50,001 - \$100,000 P1=\$1,000,001 - \$5,000,000 P4=More than \$5,000,000 | M=\$100,001 - \$250,000 P2=\$5,000,001 - \$25,000,000 | |
| 3. Value Method Codes (See Column C2) | Q=Appraisal U=Book Value | R=Cost (Real Estate Only) V=Other | S=Assessment W=Estimated | T=Cash Market | |

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| | |
|---|------------------------------|
| Name of Person Reporting Ludington, Thomas L. | Date of Report 04/23/2013 |
|---|------------------------------|

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

NONE (No reportable income, assets, or transactions.)

| A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure | B. Income during reporting period | | C. Gross value at end of reporting period | | D. Transactions during reporting period | | | | |
|---|--|---|---|---|---|-------------------------|---------------------------------|--------------------------------|---|
| | (1) Amount Code 1 (A-H) | (2) Type (e.g., div., rent, or int.) | (1) Value Code 2 (J-P) | (2) Value Method Code 3 (Q-W) | (1) Type (e.g., buy, sell, redemption) | (2) Date mm/dd/yy | (3) Value Code 2 (J-P) | (4) Gain Code 1 (A-H) | (5) Identity of buyer/seller (if private transaction) |
| | 290. Royal Oak MI Hosp Fin Bond 11/15/2031 | A | Interest | | | Matured | 01/03/12 | K | B |
| 291. Saginaw VyST Univ M1 Bond 7/1/17 | | None | L | T | | | | | |
| 292. Sagnaw Vy ST Univ Mich Rev Bond 7/1/18 | | None | K | T | | | | | |
| 293. Spring Tex Indpt School Bond 8/15/18 | | None | L | T | | | | | |
| 294. Warren Mich Bond 10/1/16 | | None | K | T | | | | | |
| 295. Washtenaw Cnty M1 Bond 7/1/16 | | None | L | T | | | | | |
| 296. Waverly Mich Cmnty School Bond 5/1/18 | | None | K | T | | | | | |
| 297. Agilent Tech Inc | A | Dividend | J | T | | | | | |
| 298. Apache Corp | A | Dividend | | | Sold | 02/09/12 | J | | |
| 299. Apple Inc | B | Dividend | M | T | | | | | |
| 300. Bankamerica Corp New Com N/C | | None | | | Sold | 02/09/12 | J | | |
| 301. Bristol-Myers Squibb Co | A | Dividend | K | T | Buy (add'l) | 01/25/12 | J | | |
| 302. | | None | K | T | Buy (add'l) | 02/10/12 | J | | |
| 303. Capital World Gwth & Inc Cl A #33 | | None | | | Sold | 01/23/12 | M | | |
| 304. Caterpillar Tractor Co | C | Dividend | M | T | | | | | |
| 305. Celgene Corp Com | | None | K | T | | | | | |
| 306. Conocophillips | A | Dividend | J | T | Buy (add'l) | 01/25/12 | J | | |

- | | | | | | |
|--|---|--|---|--|-------------------------|
| 1. Income Gain Codes: (See Columns B1 and D4) | A = \$1,000 or less F = \$50,001 - \$100,000 | B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 | C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000 | D = \$5,001 - \$15,000 H2 = More than \$5,000,000 | E = \$15,001 - \$50,000 |
| 2. Value Codes (See Columns C1 and D3) | J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000 | K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000 | L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000 | M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000 | |
| 3. Value Method Codes (See Column C2) | Q = Appraisal U = Book Value | R = Cost (Real Estate Only) V = Other | S = Assessment W = Estimated | T = Cash Market | |

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Name of Person Reporting

Ludington, Thomas L.

Date of Report

04/23/2013

VII. INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

NONE (No reportable income, assets, or transactions.)

| A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure | B. Income during reporting period | | C. Gross value at end of reporting period | | D. Transactions during reporting period | | | | |
|---|---|---|---|---|---|-------------------------|---------------------------------|--------------------------------|---|
| | (1) Amount Code 1 (A-H) | (2) Type (e.g., div., rent, or int.) | (1) Value Code 2 (J-P) | (2) Value Method Code 3 (Q-W) | (1) Type (e.g., buy, sell, redemption) | (2) Date mm/dd/yy | (3) Value Code 2 (J-P) | (4) Gain Code 1 (A-H) | (5) Identity of buyer/seller (if private transaction) |
| | 307. | | None | J | T | Buy (add'l) | 02/10/12 | J | |
| 308. | | None | J | T | Buy (add'l) | 11/20/12 | J | | |
| 309. Corning Inc | | None | | | Sold | 01/25/12 | L | | |
| 310. DWS Dreman Small Cap Value CI 1 | A | Dividend | K | T | | | | | |
| 311. Dow Chemical Co | B | Dividend | | | Sold | 01/25/12 | M | | |
| 312. DuPont Ei De Nemours Co | A | Dividend | J | T | | | | | |
| 313. Energizer Hldgs Inc | A | Dividend | J | T | | | | | |
| 314. Exxon Mobil Corp | A | Dividend | K | T | | | | | |
| 315. Ford Motor Co | A | Dividend | J | T | Buy (add'l) | 01/25/12 | J | | |
| 316. | | None | J | T | Buy (add'l) | 02/10/12 | J | | |
| 317. Hewlett Packard Co | A | Dividend | | | Sold | 02/09/12 | K | | |
| 318. Intel Corp | A | Dividend | K | T | Buy (add'l) | 09/04/12 | J | | |
| 319. International Business Machs Corp | C | Dividend | M | T | | | | | |
| 320. Medco Health Solutions Inc | | None | | | Sold | 02/09/12 | J | A | |
| 321. Schlumberger Ltd | A | Dividend | K | T | Buy (add'l) | 01/25/12 | J | | |
| 322. | | None | K | T | Buy (add'l) | 02/10/12 | J | | |
| 323. | | None | K | T | Buy (add'l) | 09/04/12 | J | | |

1. Income Gain Codes: A=\$1,000 or less B=\$1,001 - \$2,500 C=\$2,501 - \$5,000 D=\$5,001 - \$15,000 E=\$15,001 - \$50,000
 (See Columns B1 and D4) F=\$50,001 - \$100,000 G=\$100,001 - \$1,000,000 H=\$1,000,001 - \$5,000,000 I12=More than \$5,000,000
 2. Value Codes J=\$15,000 or less K=\$15,001 - \$50,000 L=\$50,001 - \$100,000 M=\$100,001 - \$250,000
 (See Columns C1 and D3) N=\$250,001 - \$500,000 O=\$500,001 - \$1,000,000 P1=\$1,000,001 - \$5,000,000 P2=\$5,000,001 - \$25,000,000
 P3=\$25,000,001 - \$50,000,000 P4=More than \$50,000,000
 3. Value Method Codes Q=Appraisal R=Cost (Real Estate Only) S=Assessment T=Cash Market
 (See Column C2) U=Book Value V=Other W=Estimated

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| | |
|---|------------------------------|
| Name of Person Reporting Ludington, Thomas L. | Date of Report 04/23/2013 |
|---|------------------------------|

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

NONE (No reportable income, assets, or transactions.)

| A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure | B. Income during reporting period | | C. Gross value at end of reporting period | | D. Transactions during reporting period | | | | |
|---|---|---|---|---|---|-------------------------|---------------------------------|--------------------------------|---|
| | (1) Amount Code 1 (A-H) | (2) Type (e.g., div., rent, or int.) | (1) Value Code 2 (J-P) | (2) Value Method Code 3 (Q-W) | (1) Type (e.g., buy, sell, redemption) | (2) Date mm/dd/yy | (3) Value Code 2 (J-P) | (4) Gain Code 1 (A-H) | (5) Identity of buyer/seller (if private transaction) |
| | 324. Sunoco Inc | | None | | | Sold | 02/09/12 | J | A |
| 325. Walgreen Co | A | Dividend | K | T | Buy (add'l) | 01/25/12 | J | | |
| 326. | | None | K | T | Buy (add'l) | 02/10/12 | J | | |
| 327. Zimmer Hldgs | | None | | | Sold | 02/09/12 | J | A | |
| 328. Aflac Inc | A | Dividend | J | T | Buy | 01/25/12 | J | | |
| 329. | | None | J | T | Buy (add'l) | 02/10/12 | J | | |
| 330. Aetna US Healthcare Inc | A | Dividend | K | T | Buy | 01/25/12 | J | | |
| 331. | | None | K | T | Buy (add'l) | 02/10/12 | J | | |
| 332. | | None | K | T | Buy (add'l) | 11/20/12 | J | | |
| 333. Boston Properties Inc | A | Dividend | J | T | Buy | 01/25/12 | J | | |
| 334. | | None | J | T | Buy (add'l) | 02/10/12 | J | | |
| 335. Chemical Financial Corp | A | Dividend | K | T | | | | | |
| 336. Clorox Co | A | Dividend | J | T | Buy | 01/25/12 | J | | |
| 337. | | None | J | T | Buy (add'l) | 02/10/12 | J | | |
| 338. Coach Inc | | None | K | T | Buy | 12/31/12 | K | | |
| 339. Fidelity MI Muni Income Fund #081 | A | Interest | K | T | Buy | 01/23/12 | K | | |
| 340. Hcp Inc Com | A | Dividend | J | T | Buy | 01/25/12 | J | | |

| | | | | | |
|--|---|--|--|--|-------------------------|
| 1. Income Gain Codes: (See Columns B1 and D4) | A = \$1,000 or less F = \$50,001 - \$100,000 | B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 | C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000 | D = \$5,001 - \$15,000 H2 = More than \$5,000,000 | E = \$15,001 - \$50,000 |
| 2. Value Codes (See Columns C1 and D3) | J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000 | K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000 | L = \$50,001 - \$100,000 PI = \$1,000,001 - \$5,000,000 P4 = More than \$5,000,000 | M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000 | |
| 3. Value Method Codes (See Column C2) | Q = Appraisal U = Book Value | R = Cost (Real Estate Only) V = Other | S = Assessment W = Estimated | T = Cash Market | |

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Name of Person Reporting

Ludington, Thomas L.

Date of Report

04/23/2013

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

NONE (No reportable income, assets, or transactions.)

| A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure | B. Income during reporting period | | C. Gross value at end of reporting period | | D. Transactions during reporting period | | | | |
|---|---|---|---|---|---|-------------------------|---------------------------------|--------------------------------|---|
| | (1) Amount Code 1 (A-H) | (2) Type (e.g., div., rent, or int.) | (1) Value Code 2 (J-P) | (2) Value Method Code 3 (Q-W) | (1) Type (e.g., buy, sell, redemption) | (2) Date mm/dd/yy | (3) Value Code 2 (J-P) | (4) Gain Code 1 (A-H) | (5) Identity of buyer/seller (if private transaction) |
| | 341. | | None | J | T | Buy (add'l) | 02/10/12 | J | |
| 342. Harbor Intl Fund #11 | B | Dividend | L | T | Buy | 01/23/12 | L | | |
| 343. Heinz H J Co | A | Dividend | J | T | Buy | 01/25/12 | J | | |
| 344. | | None | J | T | Buy (add'l) | 02/10/12 | J | | |
| 345. Johnson & Johnson | A | Dividend | J | T | Buy | 01/25/12 | J | | |
| 346. | | None | J | T | Buy (add'l) | 02/10/12 | J | | |
| 347. Kinder Morgan Energy Partners LP | A | Dividend | J | T | Buy | 01/25/12 | J | | |
| 348. | | None | J | T | Buy (add'l) | 02/10/12 | J | | |
| 349. McDonalds Corp | A | Dividend | J | T | Buy | 01/25/12 | J | | |
| 350. | | None | J | T | Buy (add'l) | 02/10/12 | J | | |
| 351. | | None | J | S | Buy (add'l) | 09/04/12 | J | | |
| 352. National Oilwell Varco | A | Dividend | K | T | Buy | 01/25/12 | J | | |
| 353. | | None | K | T | Buy (add'l) | 02/10/12 | J | | |
| 354. | | None | K | T | Buy (add'l) | 09/04/12 | J | | |
| 355. Nextera Energy Inc | A | Dividend | J | T | Buy | 01/25/12 | J | | |
| 356. | | None | J | T | Buy (add'l) | 02/10/12 | J | | |
| 357. Oppenheimer Intl Growth Fund | B | Dividend | L | T | Buy | 01/25/12 | L | | |

1. Income Gain Codes:

(See Columns B1 and D4)

2. Value Codes

(See Columns C1 and D3)

3. Value Method Codes

(See Column C2)

A = \$1,000 or less

F = \$50,001 - \$100,000

J = \$15,000 or less

N = \$250,001 - \$500,000

P3 = \$25,000,001 - \$50,000,000

Q = Appraisal

U = Book Value

B = \$1,001 - \$2,500

G = \$100,001 - \$1,000,000

K = \$15,001 - \$50,000

O = \$500,001 - \$1,000,000

R = Cost (Real Estate Only)

V = Other

C = \$2,501 - \$5,000

H1 = \$1,000,001 - \$5,000,000

L = \$50,001 - \$100,000

P1 = \$1,000,001 - \$5,000,000

P4 = More than \$50,000,000

S = Assessment

W = Estimated

D = \$5,001 - \$15,000

H2 = More than \$5,000,000

M = \$100,001 - \$250,000

P2 = \$5,000,001 - \$25,000,000

T = Cash Market

E = \$15,001 - \$50,000

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|---|-------------------------------------|
| Name of Person Reporting Ludington, Thomas L. | Date of Report 04/23/2013 |
|---|-------------------------------------|

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

NONE (No reportable income, assets, or transactions.)

| A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure | B. Income during reporting period | | C. Gross value at end of reporting period | | D. Transactions during reporting period | | | | |
|---|---|---|---|---|---|-------------------------|---------------------------------|--------------------------------|---|
| | (1) Amount Code 1 (A-H) | (2) Type (e.g., div., rent, or int.) | (1) Value Code 2 (J-P) | (2) Value Method Code 3 (Q-W) | (1) Type (e.g., buy, sell, redemption) | (2) Date mm/dd/yy | (3) Value Code 2 (J-P) | (4) Gain Code 1 (A-H) | (5) Identity of buyer/seller (if private transaction) |
| 358. PG & E Corp | A | Dividend | J | T | Buy | 01/25/12 | J | | |
| 359. | | None | J | T | Buy (add'l) | 02/10/12 | J | | |
| 360. | | None | J | T | Buy (add'l) | 11/20/12 | J | | |
| 361. Pepsi Co | A | Dividend | J | T | Buy | 01/25/12 | J | | |
| 362. | | None | J | T | Buy (add'l) | 02/10/12 | J | | |
| 363. Phillips 66 | A | Dividend | J | T | Spinoff (from line 306) | 05/10/12 | J | | |
| 364. Prudential Financial | A | Dividend | J | T | Buy | 01/25/12 | J | | |
| 365. | | None | J | T | Buy (add'l) | 02/10/12 | J | | |
| 366. Qualcomm Incorporated | A | Dividend | J | T | Buy | 11/20/12 | J | | |
| 367. SPDR Gold Shares ETF | | None | L | T | Buy | 01/25/12 | K | | |
| 368. | | None | L | T | Buy (add'l) | 02/10/12 | K | | |
| 369. | | None | L | T | Buy (add'l) | 09/06/12 | J | | |
| 370. | | None | L | T | Buy (add'l) | 12/26/12 | K | | |
| 371. Suncoke Energy Inc | | None | J | T | Spinoff (from line 324) | 02/03/12 | J | | |
| 372. Chemical Bank Trust AGY | A | Interest | P1 | T | Open | 10/30/12 | P1 | | |
| 373. Adrian MI City School Dist Bond 5/1/19 (X) | B | Interest | L | T | | | | | |
| 374. Clark Cnty Nev Arprt Bond 7/1/20 (X) | B | Interest | K | T | | | | | |

| | | | | | |
|--|---|--|---|--|-------------------------|
| 1. Income Gain Codes: (See Columns B1 and D4) | A = \$1,000 or less F = \$50,001 - \$100,000 | B = \$1,001 - \$2,500 G = \$1,001 - \$1,000,000 | C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000 | D = \$5,001 - \$15,000 H2 = More than \$5,000,000 | E = \$15,001 - \$50,000 |
| 2. Value Codes (See Columns C1 and D3) | J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000 | K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000 | L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000 | M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000 | |
| 3. Value Method Codes (See Column C2) | Q = Appraisal U = Book Value | R = Cost (Real Estate Only) V = Other | S = Assessment W = Estimated | T = Cash Market | |

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|---|---|
| Name of Person Reporting Ludington, Thomas L. | Date of Report 04/23/2013 |
|---|---|

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

NONE (No reportable income, assets, or transactions.)

| A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure | B. Income during reporting period | | C. Gross value at end of reporting period | | D. Transactions during reporting period | | | | |
|---|---|---|---|---|---|-------------------------|---------------------------------|--------------------------------|---|
| | (1) Amount Code 1 (A-H) | (2) Type (e.g., div., rent, or int.) | (1) Value Code 2 (J-P) | (2) Value Method Code 3 (Q-W) | (1) Type (e.g., buy, sell, redemption) | (2) Date mm/dd/yy | (3) Value Code 2 (J-P) | (4) Gain Code 1 (A-H) | (5) Identity of buyer/seller (if private transaction) |
| | 375. Detroit, MI Bond 5/1/16 (X) | B | Interest | L | T | | | | |
| 376. Fennville, MI School Bond 5/1/20 (X) | B | Interest | K | T | | | | | |
| 377. Fidelity Inter Muni Inc Fund #036 (X) | B | Interest | L | T | | | | | |
| 378. Fidelity MI Muni Inc Fund #081 (X) | A | Int./Div. | K | T | | | | | |
| 379. Fitzgerald MI School Bond 5/1/18 (X) | | None | K | T | | | | | |
| 380. Grosse Ile Twp MI School Bond 5/1/21 (X) | | None | K | T | | | | | |
| 381. Illinois ST Agm Bond 1/1/21 (X) | | None | K | T | | | | | |
| 382. Kalamazoo MI School Bond 5/1/20 (X) | | None | K | T | | | | | |
| 383. Madison MI School Bond 5/1/17 (X) | | None | K | T | | | | | |
| 384. MI ST Hosp Fin Bond 7/15/21 (X) | | None | L | T | | | | | |
| 385. Orchard View MI School Bond 5/1/13 (X) | | None | K | T | | | | | |
| 386. Romulus MI Tax Increment Fin 1/1/18 (X) | | None | L | T | | | | | |
| 387. Saginaw VyST Univ MI Bond 7/1/17 (X) | | None | L | T | | | | | |
| 388. Saginaw VyST Univ MI Bond 7/1/18 (X) | | None | K | T | | | | | |
| 389. Spring Tex Indpt School 8/15/18 (X) | | None | L | T | | | | | |
| 390. Warren Mich Bond 10/1/16 (X) | | None | K | T | | | | | |
| 391. Washtenaw Cnty MI Bond 7/1/16 (X) | | None | L | T | | | | | |

| | | | | | |
|--|---|--|--|--|-------------------------|
| 1. Income Gain Codes: (See Columns B1 and D4) | A = \$1,000 or less F = \$50,001 - \$100,000 | B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 | C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000 | D = \$5,001 - \$15,000 H2 = More than \$5,000,000 | E = \$15,001 - \$50,000 |
| 2. Value Codes (See Columns C1 and D3) | J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000 | K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000 | L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$5,000,000 | M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000 | |
| 3. Value Method Codes (See Column C2) | Q = Appraisal U = Book Value | R = Cost (Real Estate Only) V = Other | S = Assessment W = Estimated | T = Cash Market | |

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|---|---|
| Name of Person Reporting Ludington, Thomas L. | Date of Report 04/23/2013 |
|---|---|

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

NONE (No reportable income, assets, or transactions.)

| A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure | B. Income during reporting period | | C. Gross value at end of reporting period | | D. Transactions during reporting period | | | | |
|---|---|--|---|------------------------------------|--|------------------|--------------------------|-------------------------|--|
| | (1) | (2) | (1) | (2) | (1) | (2) | (3) | (4) | (5) |
| | Amount Code 1 (A-H) | Type (e.g., div., rent, or int.) | Value Code 2 (J-P) | Value Method Code 3 (Q-W) | Type (e.g., buy, sell, redemption) | Date mm/dd/yy | Value Code 2 (J-P) | Gain Code 1 (A-H) | Identity of buyer/seller (if private transaction) |
| 392. Waverly Mich Cnty School Bond5/1/18 (X) | | None | K | T | | | | | |
| 393. ██████████ Thrift Savings Plan | | None | J | T | | | | | |

- | | | | | | |
|--|--|--|---|--|-------------------------|
| 1. Income Gain Codes: (See Columns B1 and D4) | A = \$1,000 or less F = \$50,001 - \$100,000 J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000 | B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000 R = Cost (Real Estate Only) V = Other | C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000 L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000 S = Assessment W = Estimated | D = \$5,001 - \$15,000 112 = More than \$5,000,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000 T = Cash Market | E = \$15,001 - \$50,000 |
|--|--|--|---|--|-------------------------|

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|--------------------------|----------------|
| Name of Person Reporting | Date of Report |
| Ludington, Thomas L. | 04/23/2013 |

VIII. ADDITIONAL INFORMATION OR EXPLANATIONS. *(Indicate part of report.)*

1. Deleted all assets from 2011 report that had been sold or matured.
2. (Lines 13 & 14) No buy or sell; Dow Savings Plan exchanged Fidelity Diversified Intl for a comparable fund named ACWI Ex US IMI NL.
3. (Lines 24 & 25) No buy or sell; State of M1 401(k) MFS Total Return was exchanged for a comparable fund named Rainier Large Cap Growth.
4. Oakmark Equity & Income Fund (line 26 of the 2011 report) was included in error and subsequently removed.
5. (Line 40) FBR Gas Utilities Index Fund changed its name to Hennessey Gas Utilities Index Fund.
6. (Line 47) ING Global Natural Resources was coded incorrectly in 2011's report, "K" should have been reported as value code.
7. (Line 61) Name of ETF was incorrect in 2011 report. Changed from SPDR DJ Intl Resources to SPDR DJ Intl Real Estate.
8. (Line 69) Name of stock was incorrect in 2011 report. Changed from Permian Basin Royalties to Permian Basin Royalty Trust.
9. (Line 122) Lehman Brothers Bond Escrow is still held. A small amount of principle was returned, with the possibility of future repayment of principle.
10. (Line 151) Maturity date of JP Morgan Chase was incorrect in the 2011 report. Corrected from JP Morgan Chase 7/5/16 to JP Morgan Chase 6/27/17.
11. (Line 147) John Hancock Semi 9/15/16 was reported twice in the 2011 report. Removed the duplicate.
12. (Line 198) First Bank PR monthly was reported twice in the 2011 report. Removed the duplicate.
13. (Lines 372-392) The Chemical Bank [REDACTED] Trust AGY was opened 10/30/12. Assets from the Chemical Bank [REDACTED] Trust AGY were transferred to [REDACTED] trust.

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| Name of Person Reporting | Date of Report |
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| Ludington, Thomas L. | 04/23/2013 |

IX. CERTIFICATION.

I certify that all information given above (including information pertaining to my spouse and minor or dependent children, if any) is accurate, true, and complete to the best of my knowledge and belief, and that any information not reported was withheld because it met applicable statutory provisions permitting non-disclosure.

I further certify that earned income from outside employment and honoraria and the acceptance of gifts which have been reported are in compliance with the provisions of 5 U.S.C. app. § 501 et. seq., 5 U.S.C. § 7353, and Judicial Conference regulations.

Signature: **s/ Thomas L. Ludington**

NOTE: ANY INDIVIDUAL WHO KNOWINGLY AND WILLFULLY FALSIFIES OR FAILS TO FILE THIS REPORT MAY BE SUBJECT TO CIVIL AND CRIMINAL SANCTIONS (5 U.S.C. app. § 104)

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| Committee on Financial Disclosure Administrative Office of the United States Courts Suite 2-301 One Columbus Circle, N.E. Washington, D.C. 20544 |
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