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BURKE & HERBERT BANK & TRUST CO
Form 13F-HR
April 02, 2013

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

Form 13F
Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 3/31/2013
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: BURKE HERBERT BANK
Address: PO BOX 26
ALEXANDRIA, VA 22313

Form 13F File Number: 028-5313

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 submission.

Persons Signing this Report on Behalf of Reporting Manager:

Name: SHEILA MCCREE
Title: ASST VICE PRESIDENT
Phone: (703)518-8362

Signature, Place, and Date of Signing:

| | | |
|-------------------|----------------|----------|
| /s/ SHEILA MCCREE | ALEXANDRIA, VA | 4/1/2013 |
| ----- | ----- | ----- |
| [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).)
- 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:

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 179

Form 13F Information Table Value Total: \$ 82,446

 (In Thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.
 NONE

FORM 13F INFORMATION TABLE

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | COLUMN 6 | COLUMN 7 |
|--------------------------------|----------------|-----------|--------------------|--------------------|-------------------------|---------------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PUT/ PRN CALL | INVESTMENT DISCRETION MAN |
| ABBOTT LABS | COMMON STOCK | 002824100 | 209 | 5925 SH | | SOLE |
| ABBOTT LABS | COMMON STOCK | 002824100 | 403 | 11410 SH | | OTHER |
| ABBVIE INC | COMMON STOCK | 00287Y109 | 258 | 6325 SH | | SOLE |
| ABBVIE INC | COMMON STOCK | 00287Y109 | 508 | 12460 SH | | OTHER |
| ALTRIA GROUP INC | COMMON STOCK | 02209S103 | 664 | 19295 SH | | SOLE |
| ALTRIA GROUP INC | COMMON STOCK | 02209S103 | 237 | 6900 SH | | OTHER |
| AMERICAN EXPRESS CO | COMMON STOCK | 025816109 | 340 | 5041 SH | | SOLE |
| AMERICAN EXPRESS CO | COMMON STOCK | 025816109 | 94 | 1400 SH | | OTHER |
| APPLE INC | COMMON STOCK | 037833100 | 454 | 1025 SH | | SOLE |
| APPLE INC | COMMON STOCK | 037833100 | 817 | 1845 SH | | OTHER |
| AT&T INC | COMMON STOCK | 00206R102 | 825 | 22491 SH | | SOLE |
| AT&T INC | COMMON STOCK | 00206R102 | 594 | 16178 SH | | OTHER |
| AUTOMATIC DATA PROCESSING INC | COMMON STOCK | 053015103 | 24 | 374 SH | | SOLE |
| AUTOMATIC DATA PROCESSING INC | COMMON STOCK | 053015103 | 306 | 4700 SH | | OTHER |
| BANK OF AMERICA CORP | COMMON STOCK | 060505104 | 62 | 5060 SH | | SOLE |
| BANK OF AMERICA CORP | COMMON STOCK | 060505104 | 290 | 23780 SH | | OTHER |
| BANK OF NEW YORK MELLON CORP | COMMON STOCK | 064058100 | 4 | 150 SH | | SOLE |
| BANK OF NEW YORK MELLON CORP | COMMON STOCK | 064058100 | 471 | 16839 SH | | OTHER |
| BAXTER INTL INC | COMMON STOCK | 071813109 | 156 | 2150 SH | | SOLE |
| BAXTER INTL INC | COMMON STOCK | 071813109 | 329 | 4525 SH | | OTHER |
| BB&T CORPORATION | COMMON STOCK | 054937107 | 59 | 1869 SH | | SOLE |
| BB&T CORPORATION | COMMON STOCK | 054937107 | 198 | 6300 SH | | OTHER |
| BERKSHIRE HATHAWAY INC CLASS A | COMMON STOCK | 084670108 | 625 | 4 SH | | SOLE |
| BERKSHIRE HATHAWAY INC-CL B | COMMON STOCK | 084670702 | 112 | 1077 SH | | SOLE |
| BERKSHIRE HATHAWAY INC-CL B | COMMON STOCK | 084670702 | 111 | 1061 SH | | OTHER |
| BLACKROCK INC CL A | COMMON STOCK | 09247X101 | 116 | 450 SH | | SOLE |

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|-----------------------------|--------------|-----------|------|-------|----|-------|
| BLACKROCK INC CL A | COMMON STOCK | 09247X101 | 180 | 700 | SH | OTHER |
| BOEING CO | COMMON STOCK | 097023105 | 232 | 2702 | SH | SOLE |
| BOEING CO | COMMON STOCK | 097023105 | 43 | 500 | SH | OTHER |
| BRISTOL MYERS SQUIBB CO | COMMON STOCK | 110122108 | 379 | 9196 | SH | SOLE |
| BRISTOL MYERS SQUIBB CO | COMMON STOCK | 110122108 | 269 | 6520 | SH | OTHER |
| BUCKEYE PARTNERS LP | COMMON STOCK | 118230101 | 226 | 3700 | SH | OTHER |
| CHEVRON CORPORATION | COMMON STOCK | 166764100 | 799 | 6724 | SH | SOLE |
| CHEVRON CORPORATION | COMMON STOCK | 166764100 | 1712 | 14409 | SH | OTHER |
| CIGNA CORP | COMMON STOCK | 125509109 | 947 | 15180 | SH | OTHER |
| CISCO SYSTEMS INC | COMMON STOCK | 17275R102 | 213 | 10183 | SH | SOLE |
| CISCO SYSTEMS INC | COMMON STOCK | 17275R102 | 158 | 7550 | SH | OTHER |
| CITIGROUP INC | COMMON STOCK | 172967424 | 30 | 685 | SH | SOLE |
| CITIGROUP INC | COMMON STOCK | 172967424 | 327 | 7386 | SH | OTHER |
| COCA COLA CO | COMMON STOCK | 191216100 | 833 | 20605 | SH | SOLE |
| COCA COLA CO | COMMON STOCK | 191216100 | 708 | 17500 | SH | OTHER |
| COLGATE PALMOLIVE CO | COMMON STOCK | 194162103 | 313 | 2654 | SH | SOLE |
| COLGATE PALMOLIVE CO | COMMON STOCK | 194162103 | 230 | 1950 | SH | OTHER |
| COMCAST CORP-CL A | COMMON STOCK | 20030N101 | 214 | 5106 | SH | SOLE |
| COMCAST CORP-CL A | COMMON STOCK | 20030N101 | 87 | 2065 | SH | OTHER |
| CONOCOPHILLIPS | COMMON STOCK | 20825C104 | 100 | 1660 | SH | SOLE |
| CONOCOPHILLIPS | COMMON STOCK | 20825C104 | 192 | 3200 | SH | OTHER |
| CVS CAREMARK CORP | COMMON STOCK | 126650100 | 16 | 300 | SH | SOLE |
| CVS CAREMARK CORP | COMMON STOCK | 126650100 | 223 | 4050 | SH | OTHER |
| DISNEY WALT CO NEW | COMMON STOCK | 254687106 | 332 | 5842 | SH | SOLE |
| DISNEY WALT CO NEW | COMMON STOCK | 254687106 | 381 | 6700 | SH | OTHER |
| DOMINION RESOURCES INC | COMMON STOCK | 25746U109 | 595 | 10220 | SH | SOLE |
| DOMINION RESOURCES INC | COMMON STOCK | 25746U109 | 348 | 5974 | SH | OTHER |
| DOW CHEMICAL COMPANY | COMMON STOCK | 260543103 | 16 | 500 | SH | SOLE |
| DOW CHEMICAL COMPANY | COMMON STOCK | 260543103 | 220 | 6900 | SH | OTHER |
| DU PONT E I DE NEMOURS & CO | COMMON STOCK | 263534109 | 407 | 8272 | SH | SOLE |
| DU PONT E I DE NEMOURS & CO | COMMON STOCK | 263534109 | 694 | 14111 | SH | OTHER |
| DUN & BRADSTREET CORP DEL | COMMON STOCK | 26483E104 | 209 | 2500 | SH | OTHER |
| EMERSON ELEC CO | COMMON STOCK | 291011104 | 152 | 2714 | SH | SOLE |
| EMERSON ELEC CO | COMMON STOCK | 291011104 | 132 | 2360 | SH | OTHER |

FORM 13F INFORMATION TABLE

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | COLUMN 6 | COLUMN 7 |
|--------------------------------|----------------|-----------|--------------------|--------------------|---------------------|---------------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PUT/ CALL | INVESTMENT DISCRETION MAN |
| EXPRESS SCRIPTS HLDG | COMMON STOCK | 30219G108 | 189 | 3282 | SH | SOLE |
| EXPRESS SCRIPTS HLDG | COMMON STOCK | 30219G108 | 73 | 1272 | SH | OTHER |
| EXXONMOBIL CORP | COMMON STOCK | 30231G102 | 3266 | 36247 | SH | SOLE |
| EXXONMOBIL CORP | COMMON STOCK | 30231G102 | 4671 | 51839 | SH | OTHER |
| FREEMONT-MCMORAN COPPER AND GO | COMMON STOCK | 35671D857 | 246 | 7446 | SH | OTHER |
| GENERAL ELECTRIC CORP | COMMON STOCK | 369604103 | 1967 | 85064 | SH | SOLE |
| GENERAL ELECTRIC CORP | COMMON STOCK | 369604103 | 1852 | 80088 | SH | OTHER |
| GOOGLE INC CL A | COMMON STOCK | 38259P508 | 44 | 55 | SH | SOLE |
| GOOGLE INC CL A | COMMON STOCK | 38259P508 | 266 | 335 | SH | OTHER |
| HALLIBURTON CO | COMMON STOCK | 406216101 | 8 | 200 | SH | SOLE |
| HALLIBURTON CO | COMMON STOCK | 406216101 | 226 | 5600 | SH | OTHER |
| HEWLETT PACKARD CO | COMMON STOCK | 428236103 | 362 | 15176 | SH | SOLE |
| HEWLETT PACKARD CO | COMMON STOCK | 428236103 | 240 | 10075 | SH | OTHER |
| HOME DEPOT INC | COMMON STOCK | 437076102 | 148 | 2125 | SH | SOLE |

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| | | | | | | |
|------------------------------|--------------|-----------|------|-------|----|-------|
| HOME DEPOT INC | COMMON STOCK | 437076102 | 355 | 5083 | SH | OTHER |
| HONEYWELL INTERNATIONAL INC | COMMON STOCK | 438516106 | 374 | 4962 | SH | SOLE |
| HONEYWELL INTERNATIONAL INC | COMMON STOCK | 438516106 | 98 | 1300 | SH | OTHER |
| INTEL CORP | COMMON STOCK | 458140100 | 302 | 13828 | SH | SOLE |
| INTEL CORP | COMMON STOCK | 458140100 | 179 | 8175 | SH | OTHER |
| INTL. BUSINESS MACHINES CORP | COMMON STOCK | 459200101 | 2237 | 10487 | SH | SOLE |
| INTL. BUSINESS MACHINES CORP | COMMON STOCK | 459200101 | 441 | 2067 | SH | OTHER |
| JOHNSON & JOHNSON | COMMON STOCK | 478160104 | 3284 | 40274 | SH | SOLE |
| JOHNSON & JOHNSON | COMMON STOCK | 478160104 | 771 | 9460 | SH | OTHER |
| JOHNSON CONTROLS INC | COMMON STOCK | 478366107 | 347 | 9900 | SH | OTHER |
| JP MORGAN CHASE & CO | COMMON STOCK | 46625H100 | 197 | 4157 | SH | SOLE |
| JP MORGAN CHASE & CO | COMMON STOCK | 46625H100 | 140 | 2955 | SH | OTHER |
| KIMBERLY CLARK CORP | COMMON STOCK | 494368103 | 308 | 3139 | SH | SOLE |
| KIMBERLY CLARK CORP | COMMON STOCK | 494368103 | 289 | 2948 | SH | OTHER |
| KRAFT FOODS GROUP INC | COMMON STOCK | 50076Q106 | 219 | 4251 | SH | SOLE |
| KRAFT FOODS GROUP INC | COMMON STOCK | 50076Q106 | 34 | 653 | SH | OTHER |
| LOCKHEED MARTIN CORP | COMMON STOCK | 539830109 | 220 | 2280 | SH | SOLE |
| LOCKHEED MARTIN CORP | COMMON STOCK | 539830109 | 64 | 665 | SH | OTHER |
| LOWES COS INC | COMMON STOCK | 548661107 | 30 | 800 | SH | SOLE |
| LOWES COS INC | COMMON STOCK | 548661107 | 281 | 7400 | SH | OTHER |
| MACY'S INC | COMMON STOCK | 55616P104 | 95 | 2266 | SH | SOLE |
| MACY'S INC | COMMON STOCK | 55616P104 | 115 | 2760 | SH | OTHER |
| MCDONALDS CORP | COMMON STOCK | 580135101 | 294 | 2954 | SH | SOLE |
| MCDONALDS CORP | COMMON STOCK | 580135101 | 154 | 1540 | SH | OTHER |
| MEDTRONIC INC | COMMON STOCK | 585055106 | 244 | 5194 | SH | SOLE |
| MEDTRONIC INC | COMMON STOCK | 585055106 | 308 | 6550 | SH | OTHER |
| MERCK & CO INC | COMMON STOCK | 58933Y105 | 472 | 10675 | SH | SOLE |
| MERCK & CO INC | COMMON STOCK | 58933Y105 | 634 | 14351 | SH | OTHER |
| MICROSOFT CORP | COMMON STOCK | 594918104 | 295 | 10329 | SH | SOLE |
| MICROSOFT CORP | COMMON STOCK | 594918104 | 527 | 18425 | SH | OTHER |
| MONDELEZ INTERNATIONAL INC | COMMON STOCK | 609207105 | 391 | 12767 | SH | SOLE |
| MONDELEZ INTERNATIONAL INC | COMMON STOCK | 609207105 | 60 | 1961 | SH | OTHER |
| MONSANTO CO | COMMON STOCK | 61166W101 | 193 | 1824 | SH | SOLE |
| MONSANTO CO | COMMON STOCK | 61166W101 | 72 | 684 | SH | OTHER |
| NEXTERA ENERGY INC | COMMON STOCK | 65339F101 | 303 | 3902 | SH | SOLE |
| NEXTERA ENERGY INC | COMMON STOCK | 65339F101 | 139 | 1787 | SH | OTHER |
| NORFOLK SOUTHERN CORP | COMMON STOCK | 655844108 | 573 | 7439 | SH | SOLE |
| NORFOLK SOUTHERN CORP | COMMON STOCK | 655844108 | 578 | 7500 | SH | OTHER |
| OMNICOM GROUP | COMMON STOCK | 681919106 | 236 | 4000 | SH | OTHER |
| ORACLE CORPORATION | COMMON STOCK | 68389X105 | 132 | 4084 | SH | SOLE |
| ORACLE CORPORATION | COMMON STOCK | 68389X105 | 227 | 7030 | SH | OTHER |
| PEPSICO INC | COMMON STOCK | 713448108 | 651 | 8230 | SH | SOLE |
| PEPSICO INC | COMMON STOCK | 713448108 | 615 | 7773 | SH | OTHER |
| PFIZER INC | COMMON STOCK | 717081103 | 1411 | 48908 | SH | SOLE |
| PFIZER INC | COMMON STOCK | 717081103 | 923 | 31982 | SH | OTHER |
| PHILIP MORRIS INTERNATIONAL | COMMON STOCK | 718172109 | 1790 | 19311 | SH | SOLE |

FORM 13F INFORMATION TABLE

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | COLUMN 6 | COL | |
|-----------------------------|----------------|-----------|--------------------|--------------------|---------------------|--------------------------|-----------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PUT/ CALL | INVESTMENT DISCRETION | OT MAN |
| PHILIP MORRIS INTERNATIONAL | COMMON STOCK | 718172109 | 585 | 6307 | SH | OTHER | |
| PPG INDUSTRIES INC | COMMON STOCK | 693506107 | 394 | 2940 | SH | SOLE | |

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|--------------------------------|--------------|-----------|------|--------|----|-------|
| PROCTER & GAMBLE CO | COMMON STOCK | 742718109 | 662 | 8588 | SH | SOLE |
| PROCTER & GAMBLE CO | COMMON STOCK | 742718109 | 423 | 5491 | SH | OTHER |
| PROTECTIVE LIFE CORP | COMMON STOCK | 743674103 | 8323 | 232488 | SH | SOLE |
| REGIONS FINANCIAL CORP | COMMON STOCK | 7591EP100 | 658 | 80351 | SH | SOLE |
| SHERWIN WILLIAMS CO | COMMON STOCK | 824348106 | 101 | 600 | SH | SOLE |
| SHERWIN WILLIAMS CO | COMMON STOCK | 824348106 | 101 | 600 | SH | OTHER |
| TARGET CORP | COMMON STOCK | 87612E110 | 80 | 1166 | SH | SOLE |
| TARGET CORP | COMMON STOCK | 87612E110 | 146 | 2135 | SH | OTHER |
| UNITED TECHNOLOGIES CORP | COMMON STOCK | 913017109 | 201 | 2155 | SH | SOLE |
| UNITED TECHNOLOGIES CORP | COMMON STOCK | 913017109 | 337 | 3602 | SH | OTHER |
| UNITEDHEALTH GROUP INC | COMMON STOCK | 91324P102 | 189 | 3307 | SH | SOLE |
| UNITEDHEALTH GROUP INC | COMMON STOCK | 91324P102 | 49 | 850 | SH | OTHER |
| VERIZON COMMUNICATIONS | COMMON STOCK | 92343V104 | 814 | 16567 | SH | SOLE |
| VERIZON COMMUNICATIONS | COMMON STOCK | 92343V104 | 924 | 18808 | SH | OTHER |
| WAL MART STORES INC | COMMON STOCK | 931142103 | 1049 | 14021 | SH | SOLE |
| WAL MART STORES INC | COMMON STOCK | 931142103 | 576 | 7700 | SH | OTHER |
| WELLS FARGO & CO | COMMON STOCK | 949746101 | 435 | 11769 | SH | SOLE |
| WELLS FARGO & CO | COMMON STOCK | 949746101 | 275 | 7428 | SH | OTHER |
| WILLIAMS PARTNERS LP | COMMON STOCK | 96950F104 | 249 | 4800 | SH | OTHER |
| YUM! BRANDS INC | COMMON STOCK | 988498101 | 128 | 1779 | SH | SOLE |
| YUM! BRANDS INC | COMMON STOCK | 988498101 | 158 | 2200 | SH | OTHER |
| 3M CO | COMMON STOCK | 88579Y101 | 576 | 5418 | SH | SOLE |
| 3M CO | COMMON STOCK | 88579Y101 | 410 | 3858 | SH | OTHER |
| BANCO BILBAO VIZCAYA SPONS ADR | COMMON STOCK | 05946K101 | 125 | 14283 | SH | SOLE |
| BP PLC SPONS ADR | COMMON STOCK | 55622104 | 549 | 12962 | SH | SOLE |
| BP PLC SPONS ADR | COMMON STOCK | 55622104 | 83 | 1966 | SH | OTHER |
| GLAXO SMITHKLINE SPONS ADR | COMMON STOCK | 37733W105 | 144 | 3061 | SH | SOLE |
| GLAXO SMITHKLINE SPONS ADR | COMMON STOCK | 37733W105 | 80 | 1705 | SH | OTHER |
| ROYAL DUTCH SHELL SPONS ADR | COMMON STOCK | 780259206 | 350 | 5370 | SH | SOLE |
| FEDERAL REALTY INVESTMENT TR R | COMMON STOCK | 313747206 | 989 | 9150 | SH | OTHER |
| MANULIFE FINANCIAL CORP | COMMON STOCK | 56501R106 | 102 | 6958 | SH | SOLE |
| MANULIFE FINANCIAL CORP | COMMON STOCK | 56501R106 | 244 | 16608 | SH | OTHER |
| SCHLUMBERGER LTD | COMMON STOCK | 806857108 | 191 | 2553 | SH | SOLE |
| SCHLUMBERGER LTD | COMMON STOCK | 806857108 | 127 | 1690 | SH | OTHER |
| ISHARES COHEN & STEERS RLTY | OTHER | 464287564 | 220 | 2671 | SH | SOLE |
| ISHARES COHEN & STEERS RLTY | OTHER | 464287564 | 16 | 20 | SH | OTHER |
| ISHARES DJ US TOTAL MARKET | OTHER | 464287846 | 253 | 3200 | SH | SOLE |
| ISHARES MSCI EAFE INDEX FUND | OTHER | 464287465 | 246 | 4164 | SH | SOLE |
| ISHARES MSCI EAFE INDEX FUND | OTHER | 464287465 | 132 | 2245 | SH | OTHER |
| ISHARES MSCI EMERGING MKT IN | OTHER | 464287234 | 155 | 3625 | SH | SOLE |
| ISHARES MSCI EMERGING MKT IN | OTHER | 464287234 | 86 | 2015 | SH | OTHER |
| ISHARES RUSSELL 3000 INDEX FUN | OTHER | 464287689 | 306 | 3270 | SH | OTHER |
| ISHARES S&P SMALLCAP 600 | OTHER | 464287804 | 135 | 1545 | SH | SOLE |
| ISHARES S&P SMALLCAP 600 | OTHER | 464287804 | 122 | 1397 | SH | OTHER |
| ISHARES S&P 400 MIDCAP INDEX F | OTHER | 464287507 | 176 | 1531 | SH | SOLE |
| ISHARES S&P 400 MIDCAP INDEX F | OTHER | 464287507 | 95 | 825 | SH | OTHER |
| ISHARES S&P 500 INDEX FUND | OTHER | 464287200 | 256 | 1630 | SH | SOLE |
| ISHARES S&P 500 INDEX FUND | OTHER | 464287200 | 24 | 150 | SH | OTHER |
| SPDR S&P 500 ETF TRUST | OTHER | 78462F103 | 1004 | 6410 | SH | SOLE |
| SPDR S&P 500 ETF TRUST | OTHER | 78462F103 | 415 | 2650 | SH | OTHER |
| ISHARES BARCLAYS AGGREGATE BON | OTHER | 464287226 | 1471 | 13285 | SH | SOLE |
| NUVEEN QUALITY PREFERRED II | OTHER | 67072C105 | 141 | 15000 | SH | OTHER |
| SPDR BARCLAYS CAPITAL HIGH YIE | OTHER | 78464A417 | 279 | 6790 | SH | SOLE |
| SPDR BARCLAYS CAPITAL HIGH YIE | OTHER | 78464A417 | 349 | 8500 | SH | OTHER |
| VANGUARD INTER TERM CORP BOND | OTHER | 92206C870 | 218 | 2500 | SH | OTHER |
| NUVEEN VIRGINIA PRE INC MUNI F | OTHER | 67064R102 | 138 | 9103 | SH | SOLE |
| NUVEEN VIRGINIA PRE INC MUNI F | OTHER | 67064R102 | 39 | 2603 | SH | OTHER |