

A No - Load Fund

## MUHLENKAMP FUND

PO Box 598, Wexford PA 15090-0598 \* (412)935-5520 or (800)860-3863

e-mail:muhlx@telerama.lm.com

### Semi - Annual Report

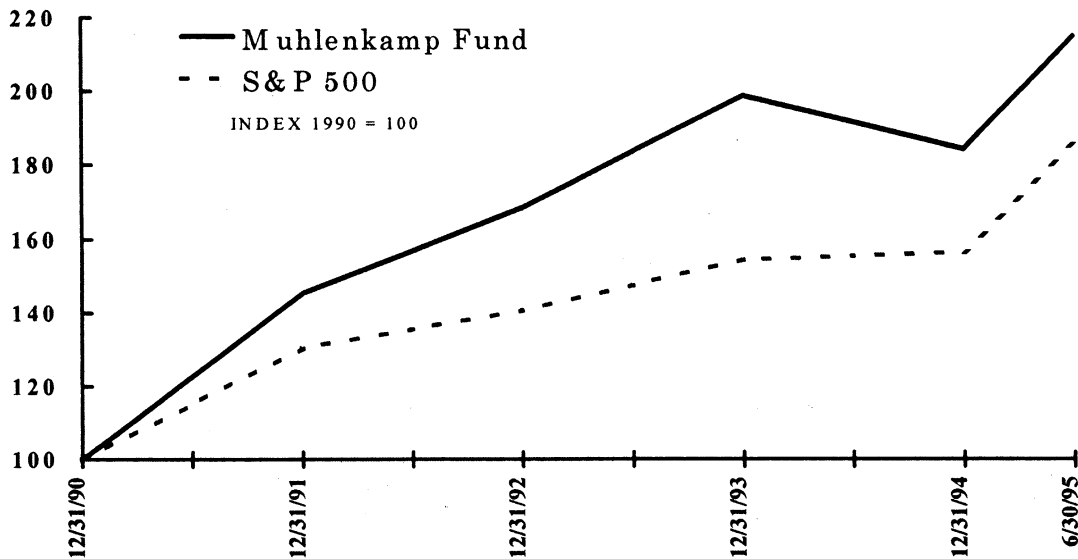
June 30, 1995

Dear Shareholder:

The Trustees and Management of the Muhlenkamp Fund are pleased to present this semi - annual report of your fund.

As of June, 30, 1995, the Net Asset Value (NAV) of your fund was \$18.95, up 16.76% year to date. For the same period the S&P 500 was up 18.59%.

Year Ending 12/31	Total Return (%)	
	Muhlenkamp Fund	S&P 500
1991	45.4	30.5
1992	15.8	7.7
1993	18.1	9.9
1994	(7.3)	1.3
6/30/95	16.8	18.6



Six months ago, in Muhlenkamp Memorandum #33, we wrote, "We are looking at a 20% off sale." Since year-end, bond prices have moved up 16% and stock prices have moved up over 20%. Prices are now back to fair values. The sale is over. Long-term Treasury interest rates have historically equaled inflation plus 2.5 - 3.0%. Inflation is currently about 3%. At current interest rates of 6.6%, the bond market is now close to fair value. Stock prices and P/E's are back to levels which imply returns of 8-9%, which also match the historic returns of 5-6% over inflation. So we judge current stock prices to be fair. Since we prefer stock returns of 8-9% to bond returns of 6.6%, we currently prefer stocks to bonds. But with last winter's sale now over, both markets are likely to be more volatile.

Going forward, we expect it to be a stock pickers market and we are spending our time picking stocks. We also find it interesting that, for at least the past 25 years, one of the best signals to buy stocks has been to do so when the Fed lowered short-term interest rates. (That's why Marty Zweig says, "Don't fight the Fed!") The Fed lowered interest rates in the first week of July. For many market timers, this should have signaled the beginning of a bull market.

Meanwhile, other background factors continue to improve. Domestically, the odds of the Fed achieving a "soft landing" are looking better all the time. The US will not solve its deficit problems until it comes to grips with Social Security but a reduction in government spending is an improvement; and despite their differing agendas, the President and the Congress seem to be driving toward a reduction in government spending. Internationally, Bosnia remains a mess, but it is a known mess. Russia could still implode but each month or quarter that goes by allows her former satellites to progress toward free economies and democratic governments. Mexico seems to be improving after serving as a warning to other emerging countries that relying on international money flows is a risky business.

We do have two major concerns. One is Japan, where the economic situation is not unlike the US in the early '30's. (See A. Gary Shillings column in Forbes magazine dated 8/14/95.) There is still potential for Japan to trigger a worldwide depression (which makes this a particularly foolish time to bash Japan on trade). Should this happen, there would be few safe harbors for our investments. We view the odds of Japan imploding as fairly low, but the consequences are dire enough that it must be monitored. The recent actions of Japan's Central Bank are an encouraging sign.

Our second "concern" is that the undervalued dollar will continue to appreciate, driving down the dollar value of foreign investment. Fortunately, we can avoid this risk by avoiding foreign investments.

We appreciate your continued interest in the Muhlenkamp Fund. We welcome your questions and comments, and we ask that you spread the word of our Fund among your friends.

Ronald H. Muhlenkamp  
President  
August 1995

**Investment Advisor**  
Muhlenkamp & Co., Inc.  
12300 Perry Highway  
Wexford, PA 15090  
(412)935-5520

**Custodian**  
PNC Bank  
Pittsburgh PA 15265  
(412)762-3798

**Auditors**  
Schneider, Downs & Co., Inc., CPAs  
1133 Penn Avenue  
Pittsburgh, PA 15222  
(412)261-3644

**THE WEXFORD TRUST**  
**(COMPRISED OF THE MUHLENKAMP FUND)**

**STATEMENT OF ASSETS AND LIABILITIES**  
**JUNE 30, 1995**  
**(UNAUDITED)**

ASSETS

INVESTMENTS, AT VALUE (Identified Cost \$17,253,630)	\$19,977,172
RECEIVABLES	
Securities Sold	\$380,647
Dividends	\$23,482
Interest	\$6,208
Overpayment of Advisor Fees (Note 3)	<u>\$4,940</u>
	415,277
Total Assets	<u>\$20,392,449</u>

LIABILITIES

ACCOUNTS PAYABLE	
Advisor Fee Payable	\$1,108
Securities Bought	<u>\$56,140</u>
Total Liabilities	<u>\$57,248</u>
Total Net Assets	<u>\$20,335,201</u>

NET ASSETS

CAPITAL PAID IN ON SHARES OF BENEFICIAL INTEREST (Shares Authorized - unlimited) (Note 4)	\$17,124,099
ACCUMULATED UNDISTRIBUTED NET INVESTMENT INCOME	119,797
ACCUMULATED UNDISTRIBUTED GAIN ON INVESTMENTS	75,976
NET UNREALIZED APPRECIATION OF INVESTMENTS AS OF JUNE 30, 1995	<u>3,015,329</u>
Total Net Assets	<u>\$20,335,201</u>
NUMBER OF SHARES OF BENEFICIAL INTEREST OUTSTANDING (Note 4)	1,072,547.750
NET ASSET VALUE PER SHARE (Net assets divided by shares outstanding)	<u>\$18.95</u>

See notes to financial statements.

**THE WEXFORD TRUST**  
**(COMPRISED OF THE MUHLENKAMP FUND)**

**PORTFOLIO OF INVESTMENTS**  
**JUNE 30, 1995**

	<u>Muhlenkamp Fund</u>	
	<u>Principal Amount</u>	<u>Value</u>
	<u>or Shares</u>	
COMMON STOCK - 92.7%		
Aerospace - 5.1%		
* BE Aerospace, Inc.	17,000	\$150,875
Lockheed Martin	14,000	883,750
Airlines - 2.5%		
Air Express International Corp.	21,562	506,707
Autos - 5.3%		
Ford Motor Company	22,000	654,500
Superior Industries	13,180	411,875
Building - 1.8%		
Armstrong World	3,000	150,375
* Griffon Corp.	18,400	147,200
* Strober Organization	16,000	68,000
Banks - 8.5%		
Chemical Bank	12,000	567,000
Citicorp	10,000	578,750
Integra Financial	8,426	409,714
J.P. Morgan	2,000	140,250
Brokerage - 5.3%		
A. G. Edwards	12,500	281,250
Merrill Lynch	4,000	210,000
Morgan Stanley, Inc.	2,000	164,000
Salomon, Inc.	10,000	401,250
Capital Goods - 6.4%		
Commercial Intertech	10,000	160,000
General Electric	9,000	507,375
Graco Inc.	1,700	45,687
* Idex Corp.	7,500	251,250
Kysor Industrial	15,000	311,250
Conglomerate - 2.8%		
GATX Corp.	6,000	282,750
Scotsman Industries, Inc.	15,000	277,500
Chemicals - 4.2%		
Borden Chemical	10,000	182,500
Eastman Chemical	8,000	476,000
* Methanex Corp.	20,000	167,500
Consumer Durables - .3%		
* Nycor, Inc.	25,000	65,625
Electronics - 2.5%		
Intel Corp.	8,000	506,500
Finance - 6.3%		
Fidelity National Financial	20,918	317,355
Green Tree Acceptance Corp.	21,400	949,625
Closed End Investment Funds - 1.1%		
* Gemini II Capital Shares	8,500	182,750
Trust for U.S. Treasury Obligations	32,789	32,789
Furniture - 2.3%		
Stanley Furniture, Inc.	25,000	190,625
* Winsloew Furniture	54,600	<u>266,175</u>
Sub-Total		\$10,898,752

\* Non - Income Producing. See notes to financial statements.

**THE WEXFORD TRUST**  
**(COMPRISED OF THE MUHLENKAMP FUND)**

**PORTFOLIO OF INVESTMENTS**  
**JUNE 30, 1995**  
**(Continued)**

	<u>Muhlenkamp Fund</u>	
	<u>Principal Amount</u>	<u>Value</u>
	<u>or Shares</u>	
BALANCE BROUGHT FORWARD		\$10,898,752
Insurance - 16.8%		
American Bankers Insurance Group	8,000	254,000
Bankers Life Holding	20,000	380,000
Conseco, Inc.	12,000	544,500
Frontier Insurance	16,751	450,183
Integon Corp.	15,000	255,000
Penn Treaty American Corp.	5,000	63,750
Providian Corp.	3,600	130,500
Sun America	15,000	765,000
Vesta	15,000	515,625
Med Services - 2.1%		
*    Medrad, Inc.	8,000	135,000
U.S. Healthcare	9,000	275,625
Metals - 4.0%		
Cyprus Minerals	9,000	256,500
Matthews International Corp.	8,000	150,000
Rouge Steel	17,000	395,250
Paper - 2.6%		
Champion International	10,000	521,250
Rails - 1.0%		
Burlington Northern Industries, Inc.	3,000	190,125
Savings and Loan - 2.9%		
Federal National Mortgage Assoc.	6,100	576,450
Technology - .5%		
*    PLC Systems	10,000	98,125
Tobacco - 4.8%		
Philip Morris	12,860	956,462
Trucks - 2.8%		
Cummins Engine Co.	13,000	567,125
Transportation - .7%		
Sea Containers CL A	8,000	<u>134,000</u>
Total Common Stocks (Cost \$15,891,227)		<u>\$18,513,222</u>
BONDS & NOTES - 5.9%		
General Motors Acceptance Corporation -0%, deferred debentures, due 2015	2,300,000	515,200
Treasury Bonds - 7.25% due 2016	400,000	424,500
U.S. Treasury, stripped interest - 0%, due 2013	800,000	<u>241,750</u>
Total Bonds and Notes (Cost \$1,085,550)		<u>\$1,181,450</u>
PREFERRED STOCK - 1.4%		
Pioneer Financial - exchangeable	10,000	<u>282,500</u>
Total Preferred Stock (Cost \$276,853)		<u>282,500</u>
Total (Cost \$17,253,630)		<u>\$19,977,172</u>

\* Non - Income Producing  
See notes to financial statements.

**THE WEXFORD TRUST**  
**(COMPRISED OF THE MUHLENKAMP FUND)**

**STATEMENT OF OPERATIONS**  
**FOR THE SIX MONTHS ENDED JUNE 30, 1995**  
**(UNAUDITED)**

INVESTMENT INCOME		
Interest		\$43,614
Dividends		<u>193,856</u>
Total Investment Income		237,470
EXPENSES		
Investment advisor (Note 3)	\$87,147	
Administrative	5,632	
Registrations and filing	15,286	
Custodian	8,954	
Printing and Postage Expenses	7,967	
Auditor's Fees	<u>11,000</u>	
Total Expenses		135,986
Commission Credits (Note 6)		<u>(11,000)</u>
Net Expenses		<u>124,986</u>
Net Investment Income		112,484
REALIZED AND UNREALIZED GAIN ON INVESTMENTS		
Net realized gain on investments		75,976
Change in unrealized appreciation in value of investments for the period		<u>2,689,110</u>
Net Gain on Investments		<u>2,765,086</u>
Net Increase in Net Assets Resulting from Operations		<u>\$2,877,570</u>

See notes to financial statements.

**THE WEXFORD TRUST**  
**(COMPRISED OF THE MUHLENKAMP FUND)**

**STATEMENT OF CHANGES IN NET ASSETS**  
**FOR YEAR ENDED DECEMBER 31, 1994**  
**AND SIX MONTH PERIOD ENDED JUNE 30, 1995 (UNAUDITED)**

	<u>Six month</u> <u>period ended</u> <u>June 30, 1995</u> <u>(Unaudited)</u>	<u>1994</u>
INCREASE (DECREASE) IN NET ASSETS FROM OPERATIONS		
Net Investment Income	\$112,484	\$103,261
Net realized gain on investments	75,976	392,326
Unrealized (depreciation) appreciation in value of investments	<u>2,689,110</u>	<u>(1,702,528)</u>
Net Increase (Decrease) in Net Assets Resulting From Operations	\$2,877,570	(1,206,941)
DISTRIBUTIONS TO SHAREHOLDERS		
Net Investment Income	-	(94,651)
Net realized gain from investments	-	<u>(252,117)</u>
	-	(346,768)
CAPITAL SHARE TRANSACTIONS		
Net proceeds from sale of 135,559.035 shares in 1995 and 414,315 shares in 1994 (Note 4)	2,340,068	7,258,915
Net asset value of 0 shares in 1995 and 21,392 shares in 1994 issued to shareholders on reinvestment of dividends (Note 5)	-	346,768
Cost of 86,389.268 shares in 1995 and 87,761 shares in 1994 redeemed (Note 4)	<u>(1,493,187)</u>	<u>(1,498,829)</u>
Net Increase in Net Assets Resulting from Capital Share Transactions	<u>846,881</u>	<u>6,106,854</u>
Total Increase in Net Assets	3,724,451	4,553,145
NET ASSETS		
Beginning of year	<u>16,610,750</u>	<u>12,057,605</u>
End of period (including undistributed investment gain of \$75,976 and accumulated undistributed net investment income of \$119,797 in 1995, and undistributed net investment income of \$7,313 in 1994)	<u>\$20,335,201</u>	<u>\$16,610,750</u>

See notes to financial statements.

**THE WEXFORD TRUST**  
**(COMPRISED OF THE MUHLENKAMP FUND)**

**SELECTED PER SHARE DATA AND RATIOS**  
**FOR THE YEARS ENDED DECEMBER 31, 1990 THROUGH 1994**  
**AND SIX MONTH PERIOD ENDED JUNE 30, 1995 (UNAUDITED)**

	<u>Six month</u> <u>period ended</u> <u>June 30, 1995</u> <u>(Unaudited)</u>	<u>1994</u>	<u>1993</u>	<u>1992</u>	<u>1991</u>	<u>1990</u>
NET ASSET VALUE, BEGINNING OF PERIOD	\$16.23	\$17.86	\$15.20	\$13.25	\$9.21	\$11.04
Income from Investment Operations						
Net Investment Income (1)	.10	0.11	0.12	0.20	0.13	0.19
Net gains or (losses) on securities	<u>2.62</u>	<u>(1.39)</u>	<u>2.63</u>	<u>1.89</u>	<u>4.05</u>	<u>(1.83)</u>
Total from Investment Operations	2.72	(1.28)	2.75	2.09	4.18	(1.64)
Less Distributions:						
Dividends (from investment income)	-	(0.10)	(0.08)	(0.14)	(0.11)	(0.19)
Distributions (from capital gains)	-	(0.25)	-	-	-	-
Return of capital	-	-	<u>(0.01)</u>	-	<u>(0.03)</u>	-
Total Distributions	-	<u>(0.35)</u>	<u>(0.09)</u>	<u>(0.14)</u>	<u>(0.14)</u>	<u>(0.19)</u>
NET ASSET VALUE, END OF PERIOD	<u>\$18.95</u>	<u>\$16.23</u>	<u>\$17.86</u>	<u>\$15.20</u>	<u>\$13.25</u>	<u>\$9.21</u>
Total Return	16.76%	(7.20)%	18.10%	15.80%	45.40%	(14.80)%
Net Assets, End of Period	\$20,335,201	\$16,610,750	\$12,057,605	\$4,716,214	\$1,926,529	\$1,183,190
Ratio of Total Expenses to Average Net Assets (3)	1.49%	1.57%	1.30%	1.41%	1.71%	1.76%
Ratio of Net Income to Average Net Assets	1.23%	0.70%	0.70%	1.44%	1.17%	1.95%
Portfolio Turnover Rate	10.00%	25.60%	14.10%	20.10%	52.50%	47.47%
Average Commission Rate Paid (dollar per share)	.0407	.0471	.0586	.0704	.1304	.0163

(1) Computed on weighted average number of shares outstanding during the year.

(2) During the years ended December 31, 1992 through 1994, and the 6 month period ending June 30, 1995, the Fund utilized commission credits of \$4,420, \$5,590, \$8830, and \$11,000, respectively, to pay certain expenses of the Fund. The total returns for the Fund would have been 15.6%, 18.0%, (7.2)% and 16.67% for the years ended December 31, 1992 through 1994, and the 6 month period ending June 30, 1995, respectively, without the credits.

(3) Beginning with the period ended June, 30, 1995, the ratio of Total Expenses to Average Net Assets was computed using the Total Expenses for the Fund before Commission Credits.

See notes to financial statements.



**THE WEXFORD TRUST**  
**(COMPRISED OF THE MUHLENKAMP FUND)**

**NOTES TO FINANCIAL STATEMENTS**  
**JUNE 30, 1995**

**NOTE 1 - ORGANIZATION**

The Wexford Trust (the Trust) was organized as a Massachusetts Business Trust on September 21, 1987 and operations commenced on November 1, 1988. The Trust is registered under the Investment Company Act of 1940, as amended, as a diversified open-end mutual fund. The Muhlenkamp Fund (the Fund) is a series of the Wexford Trust and is currently the only fund in the Trust.

The Fund is exposed to credit risk on the amount invested in marketable securities. The maximum amount of loss the Fund would incur is limited to the amount recorded in the 1994 financial statements. The Fund does not hold any type of collateral on the marketable securities. This exposure to credit risk is customary for all entities which have invested in financial instruments.

**NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

A summary of significant accounting policies applied by management in the preparation of the accompanying financial statements follows.

Investment valuations - Each stock and bond is valued at the latest sales price thereof on the last business day of the fiscal period as reported by the securities exchange on which the issued is traded. If no sale is reported, the security is valued at the last quoted bid price.

Investment transactions and related investment income - Investment transactions are accounted for on the trade date (date the order to buy or sell is executed). Dividend income is recorded on the ex-dividend date. Interest income is recorded on the accrual basis. The Fund uses the specific identification method in computing gain or loss on the sale of investment securities.

Federal income taxes - It is the Fund's policy to comply with the requirements of the Internal Revenue Code that are applicable to regulated investment companies and to distribute substantially all of its taxable income to its shareholders. Therefore, no federal income tax provision is required.

Dividends and distributions to shareholders of beneficial interest - Dividends and distributions are recorded by the Trust on the record date.

**NOTE 3 - INVESTMENT MANAGEMENT AND OTHER TRANSACTIONS WITH AFFILIATES**

Muhlenkamp and Co., Inc., an affiliate of which an officer-stockholder is a trustee of the Trust, receives a fee for investment management. The fee is computed and accrued daily based on the net asset value at the close of business and is equal to 1% per annum. The fee totaled \$87,147 for the period ended June 30, 1995. The investment advisory agreement provides for the reimbursement of expenses excluding auditor fees, fidelity bonding, and brokerage commissions until the net assets of the Muhlenkamp Fund (the Fund) equal or exceed \$1,000,000. Since the Fund's net assets exceed this amount, the advisor is permitted to charge the fund for some or all of its routine administration costs which totaled approximately \$37,839 for the period ended June 30, 1995. An expense reimbursement of \$37,839 was requested by the advisor and paid by the fund for the period ended June 30, 1995.

Certain trustees are also officers of the investment advisor. Certain affiliated persons held in the aggregate 61,944.854 shares with a net asset value of \$1,173,854.98 in the Muhlenkamp Fund at June 30, 1995. In addition, the Muhlenkamp & Co., Inc. Pension & Trust Fund held 10,981 shares with a net asset value of \$208,098 at June 30, 1995.

As of June 30, 1995 the Fund has overpaid Investment Advisor Fees of \$4,940. This overpayment results from the Fund's policy not to charge duplicate management fees on investments in other registered investment companies.

**THE WEXFORD TRUST**  
**(COMPRISED OF THE MUHLENKAMP FUND)**

**NOTES TO FINANCIAL STATEMENTS**  
**JUNE 30, 1995**

**NOTE 4 - CAPITAL SHARE TRANSACTIONS**

The Declaration of Trust permits the Trustees to issue an unlimited number of full and fractional shares of beneficial interest with a par value of \$.001 per share. Transactions in capital stock were as follows:

	<u>Shares</u>	
	<u>June 30, 1995</u>	<u>1994</u>
Shares outstanding, beginning of period	1,023,378	675,342
Shares sold	135,559	414,315
Shares issued to shareholders in reinvestment of dividend	-	21,392
Shares redeemed	<u>(86,389)</u>	<u>(87,671)</u>
Shares outstanding, end of period	<u>1,072,548</u>	<u>1,023,378</u>

**NOTE 5 - DIVIDENDS AND DISTRIBUTIONS**

On June 30, 1995, no distributions were declared by the Trustees.

**NOTE 6 - DIRECTED BUSINESS ARRANGEMENT**

The Fund has a directed business arrangement with Capital Institution Services, Inc. (CIS). Upon the purchase and/or sale of investment securities, the Fund pays a brokerage commission to CIS. These commission payments generate nonrefundable cumulative credits which are available to pay certain expenses of the Fund.

The following is an analysis of commission credits generated, utilized and available to pay future expenses of the Fund:

	<u>Amount</u>
Balance, January 1, 1995	\$2,474
Commission Credits generated during 1995	3,302
Commission Credits utilized	(11,000)
Balance, June 30, 1995	<u>(5,224)</u>

The Fund utilized commission credits of \$11,000 to pay auditor fees.

The following is an analysis of Fund expenses with and without Commission Credits.

	<u>With</u> <u>Commission</u> <u>Credits</u>	<u>Without</u> <u>Commission</u> <u>Credits</u>
Semi-Annual Fund Operating Expenses (as a percentage of average net assets)		
Investment Advisor	.96%	.96%
Administrative	.06	.06
Registration and Filing	.17	.17
Custodian	.10	.10
Printing and Postage	.09	.09
Auditor	<u>-</u>	<u>.12</u>
Total Fund Expenses	<u>1.38%</u>	<u>1.5%</u>

See notes to financial statements.

A No-Load Fund

---

---

**Muhlenkamp Fund**

---

---

Semi-Annual Report

MEMBER OF

---

---

**100%** NO-LOAD™  
MUTUAL FUND  
COUNCIL

---

---