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Part III Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	16,063	34,723	34,723
3	Accounts receivable ► 900 Less allowance for doubtful accounts ►	198	900	900
4	Pledges receivable ►			
	Less allowance for doubtful accounts ►			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ► Less allowance for doubtful accounts ►			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	252,906	120,675	125,570
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ► Less accumulated depreciation (attach schedule) ►			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	600,509	749,452	690,461
14	Land, buildings, and equipment basis ► Less accumulated depreciation (attach schedule) ►			
15	Other assets (describe ►)			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	869,676	905,750	851,654
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ► and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	998,320	998,532	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29	Retained earnings, accumulated income, endowment, or other funds	-128,644	-92,782	
30	Total net assets or fund balances (see page 17 of the instructions)	869,676	905,750	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	869,676	905,750	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	869,676
2	Enter amount from Part I, line 27a	2	35,862
3	Other increases not included in line 2 (itemize) ►	3	432
4	Add lines 1, 2, and 3	4	905,970
5	Decreases not included in line 2 (itemize) ►	5	220
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	905,750

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
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1a See Additional Data Table

b

c

d

e

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
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a See Additional Data Table

b

c

d

e

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
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a See Additional Data Table

b

c

d

e

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	64,786
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	37,551	857,652	0 043783
2009	48,393	748,553	0 064649
2008	56,899	985,711	0 057724
2007	35,016	1,116,991	0 031349
2006	0	1,012,658	0 0

2 Total of line 1, column (d).	2	0 197505
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3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 039501
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4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	913,332
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5 Multiply line 4 by line 3.	5	36,078
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6 Enter 1% of net investment income (1% of Part I, line 27b).	6	789
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7 Add lines 5 and 6.	7	36,867
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8 Enter qualifying distributions from Part XII, line 4.	8	43,020
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If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	1	789
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	2	0
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
3	Add lines 1 and 2.		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	3	789
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	120
b	Exempt foreign organizations—tax withheld at source		
c	Tax paid with application for extension of time to file (Form 8868)		
d	Backup withholding erroneously withheld		
7	Total credits and payments Add lines 6a through 6d.	7	120
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed <input type="checkbox"/>		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid <input type="checkbox"/>	9	669
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>		
		10	11

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>				
c	Did the foundation file Form 1120-POL for this year?	1b	Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ 0 (2) On foundation managers <input type="checkbox"/> \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	Yes	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>			
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?			
b	If "Yes," has it filed a tax return on Form 990-T for this year?	3	Yes	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?			
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	4a	Yes	No
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>			
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>	5	Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>			
		6	7	8b
		9	10	9
		10	11	10

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13		No
Website address ► N/A				
14	The books are in care of ► WELLS FARGO BANK NA Telephone no ► (979) 776-3267			
	Located at ► PO DRAWER 913 BRYAN TX ZIP +4 ► 77805			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year. ► 15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►				

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b	
c	Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	2a	
	If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a	
	► <input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011).	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> Yes	5b		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input type="checkbox"/> No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b		No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	7b		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
M BOOKMAN PETERS PO BOX 4744 BRYAN, TX 778054744	DIRECTOR 0 00	0	0	0
MERVIN D PETERS 810 LEE HOLLOW DRIVE BRYAN, TX 77802	DIRECTOR 0 00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE"

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

1	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and

1		
2		
All other program-related investments. See page 24 of the instructions		
3		
Total	Add lines 1 through 3	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	894,400
b	Average of monthly cash balances.	1b	32,841
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	927,241
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	927,241
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	13,909
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	913,332
6	Minimum investment return. Enter 5% of line 5.	6	45,667

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	45,667
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	789
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	789
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	44,878
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	44,878
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	44,878

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	43,020
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the	3a	
a	Suitability test (prior IRS approval required).	3b	
b	Cash distribution test (attach the required schedule).	4	43,020
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	789
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	6	42,231
6	Adjusted qualifying distributions. Subtract line 5 from line 4.		

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				44,878
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			38,966	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				
d From 2009.				
e From 2010.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ _____ 43,020				
a Applied to 2010, but not more than line 2a			38,966	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . .	0			
d Applied to 2011 distributable amount.			4,054	
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions.		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions.			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				40,824
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2007.				
b Excess from 2008.				
c Excess from 2009.				
d Excess from 2010.				
e Excess from 2011.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling.			
2a	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
b	85% of line 2a			
c	Qualifying distributions from Part XII, line 4 for each year listed			
d	Amounts included in line 2c not used directly for active conduct of exempt activities			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III)			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

WELLS FARGO BANK TRUST DEPARTMENT
PO DRAWER 913
BRYAN, TX 77805
(979) 776-3267

b The form in which applications should be submitted and information and materials they should include

ORGANIZATIONS ARE TO SUBMIT REQUESTS ON TRUST DEPARTMENT'S GRANT APPLICATION

c Any submission deadlines

JULY 31 OF EACH YEAR

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

RESTRICTED TO CHARITABLE ORGANIZATIONS IN BRAZOS COUNTY, TX OR ANY CHURCHES OR AGENCIES OF THE PRESBYTERIAN CHURCH USA INCLUDING THOSE LOCATED IN BRAZOS OR GRIMES COUNTY, TX AND WHICH QUALIFY AS AN ORGANIZATION IN SECTION 501(c)(3) OF THE INTERNAL REVENUE CODE

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BRAZOS VALLEY FOOD BANK 1514 SHILOH AVE BRYAN, TX 77803	N/A	CHARITY	FOR CHARITABLE PURPOSES	8,250
HEALTH FOR ALL INC 1328A MEMORIAL DR BRYAN, TX 77802	N/A	CHARITY	FOR CHARITABLE PURPOSES	8,250
MRC CRESTVIEW 2202 TIMBERLOCH PLACE STE 200 THE WOODLANDS, TX 77830	N/A	CHARITY	FOR CHARITABLE PURPOSES	12,500
VOICES FOR CHILDREN 115 NORTH MAIN STREET BRYAN, TX 77803	N/A	CHARITY	FOR CHARITABLE PURPOSES	10,000
Total			► 3a	39,000
b Approved for future payment				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments.						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities.				14	21,025	
5 Net rental income or (loss) from real estate						
a Debt-financed property.						
b Not debt-financed property.						
6 Net rental income or (loss) from personal property						
7 Other investment income.						
8 Gain or (loss) from sales of assets other than inventory				18	64,786	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory.						
11 Other revenue a						
b						
c						
d						
e						
12 Subtotal Add columns (b), (d), and (e).		0			85,811	
13 Total. Add line 12, columns (b), (d), and (e).				13		85,811

(See worksheet in line 13 instructions on page 28 to verify calculations.)

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization or

(1) Cash.

(2) Other assets.

Other transactions

(1) Sales of assets to a noncharitable exempt organization. . .

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment,

(4) Reimbursement arrangement

(b) Performance of services or membership or fundraising solicitations.

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations?

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527. Yes No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship			
<p>Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge</p>					
<p>***** Signature of officer or trustee</p>	<p>2012-05-08 Date</p>	<p>***** Title</p>			
<p>Sign Here Paid Preparer's Use Only</p>	<p>Preparer's Signature</p>	<p>Date</p>	<p>Check if self-employed <input type="checkbox"/></p>	<p>PTIN</p>	
	<p>JAMES D INGRAM IV</p>			<p>P00163299</p>	
	<p>Firm's name</p>	<p>Ingram Wallis & Company PC</p>		<p>Firm's EIN</p>	<p>74-2073801</p>
	<p>2100 East Villa Maria Rd Ste 100</p>			<p>Phone no</p>	<p>(979) 776-2600</p>
<p>Firm's address</p>					

May the IRS discuss this return with the preparer shown above? See Instructions **Yes** **No**

Additional Data

Software ID:

Software Version:

EIN: 20-3708101

Name: MARSHALL AND ELLEN PETERS FAMILY FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
AFLAC		2006-10-27	2011-05-12
AFLAC		2006-12-26	2011-05-12
AFLAC		2006-08-29	2011-05-12
ABBOTT LABORATORIES		2006-08-29	2011-05-12
ABBOTT LABORATORIES		2006-10-27	2011-05-12
ABBOTT LABORATORIES		2006-10-27	2011-11-22
AFFILIATED MANAGERS GROUP		2010-10-12	2011-05-12
AMERICAN TOWER CORP		2007-11-01	2011-05-12
APACHE CORP		2011-05-12	2011-11-22
APPLE INC		2011-05-12	2011-08-09
APPLE INC		2011-05-12	2011-11-22
ARTISAN INTERNATIONAL FUND		2008-06-27	2011-05-12
BANK OF NEW YORK MELLON		2011-05-12	2011-10-12
IPATH DOW JONES - UBS COMMODITY INDEX		2008-11-24	2011-05-12
BEST BUY		2006-12-26	2011-05-12
CVS/CAREMARK CORP		2006-10-27	2011-05-12
CVS/CAREMARK CORP		2006-08-29	2011-05-12
CVS/CAREMARK CORP		2006-10-27	2011-11-22
CARNIVAL CORP		2011-05-12	2011-12-01
CHEVRON CORP		2006-08-29	2011-05-12
CHEVRON CORP		2006-10-27	2011-05-12
COMCAST CORP		2011-05-12	2011-11-22
CONOCOPHILLIPS		2011-05-12	2011-09-02
CREDIT SUISSE COMM RT		2011-05-16	2011-11-22
DEERE & CO		2007-11-01	2011-05-12
DEERE & CO		2007-08-07	2011-05-12
DIAGEO PLC		2011-05-12	2011-09-02
DIAMOND HILL LONG-SHORT FD		2009-12-04	2011-05-12
DIAMOND HILL LONG-SHORT FD		2009-12-04	2011-10-21
DIAMOND HILL LONG-SHORT FD		2009-12-04	2011-11-22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
WALT DISNEY		2006-08-29	2011-05-12
DODGE & COX INT'L STOCK FD		2006-09-25	2011-05-12
DODGE & COX INT'L STOCK FD		2006-08-08	2011-05-12
DODGE & COX INT'L STOCK FD		2006-08-14	2011-05-12
DODGE & COX INCOME FD		2010-12-21	2011-05-12
DODGE & COX INCOME FD		2008-07-01	2011-05-12
DODGE & COX INCOME FD		2008-08-25	2011-05-12
DREYFUS EMG MKT DEBT LOC		2011-05-16	2011-10-21
DREYFUS EMG MKT DEBT LOC		2011-05-16	2011-11-22
EII INTERNATIONAL PROPERTY		2006-08-31	2011-05-12
FID ADV EMER MKTS INC		2008-08-25	2011-05-12
FID ADV EMER MKTS INC		2008-10-31	2011-05-12
FISERV INC		2011-05-12	2011-08-12
GATEWAY FUND		2010-06-25	2011-05-12
GOLDMAN SACHS GRTH OPP FD		2011-03-04	2011-05-12
HUSSMAN STRATEGIC GROWTH FUND		2010-06-25	2011-10-21
HUSSMAN STRATEGIC GROWTH FUND		2010-06-25	2011-11-22
INTEL CORP		2006-08-29	2011-05-12
INTEL CORP		2006-10-27	2011-05-12
ISHARES S&P 500 INDEX FUND		2011-05-12	2011-08-09
ISHARES S&P 500 INDEX FUND		2011-05-12	2011-11-22
ISHARES TR MSCI EMERGING MARKETS		2006-10-27	2011-05-12
ISHARES TR MSCI EMERGING MARKETS		2006-09-01	2011-05-12
ISHARES MSCI EAFE		2011-05-12	2011-08-09
ISHARES MSCI EAFE		2011-05-12	2011-11-22
ISHARES S&P MIDCAP 400 GROWTH		2011-05-12	2011-11-22
ISHARES S&P MIDCAP 400 VALUE		2011-05-12	2011-11-22
ISHARES TR SMALLCAP 600 INDEX FD		2011-05-12	2011-11-22
JP MORGAN CHASE		2009-02-03	2011-05-12
PERKINS MID CAP VALUE		2008-06-27	2011-05-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
JOHNSON & JOHNSON		2006-10-27	2011-05-12
JOHNSON & JOHNSON		2006-08-29	2011-05-12
JOHNSON & JOHNSON		2006-12-26	2011-05-12
KOHLS		2011-05-12	2011-06-29
KRAFT FOODS		2011-05-12	2011-12-08
LAUDUS MONDRIAN INTL		2011-05-16	2011-08-09
LAUDUS MONDRIAN INTL		2011-05-16	2011-10-21
LAUDUS MONDRIAN INTL		2011-05-16	2011-11-22
MERGER FD SH BEN INT		2011-05-16	2011-10-21
MERGER FD SH BEN INT		2011-05-16	2011-11-22
MERIDIAN GROWTH FUND		2006-09-25	2011-03-07
MERIDIAN GROWTH FUND		2006-08-14	2011-03-07
MERIDIAN GROWTH FUND		2006-09-25	2011-03-07
MICROSOFT		2006-08-29	2011-05-12
MONSANTO		2009-03-24	2011-05-12
NESTLE SA		2011-05-12	2011-08-12
OMNICOM GROUP		2006-08-29	2011-05-12
OMNICOM GROUP		2006-10-27	2011-05-12
ORACLE CORPORATION		2010-06-25	2011-05-12
PIMCO FOREIGN BD FD		2011-08-11	2011-10-21
PIMCO FOREIGN BD FD		2011-08-11	2011-11-22
PEABODY ENERGY CORP		2006-10-27	2011-05-12
PEABODY ENERGY CORP		2006-12-26	2011-05-12
PEABODY ENERGY CORP		2006-08-29	2011-05-12
PLUM CREEK TIMBER CO		2006-10-20	2011-05-12
PRAXAIR INC		2007-08-07	2011-05-12
PRECISION CASTPARTS CORP		2007-08-07	2011-05-12
PRECISION CASTPARTS CORP		2007-11-01	2011-05-12
PROCTER & GAMBLE		2006-08-29	2011-05-12
PROCTER & GAMBLE		2006-10-27	2011-05-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
PROCTER & GAMBLE		2006-08-29	2011-06-13
T ROWE PRICE SHORT TERM BD		2010-06-25	2011-05-12
ROYCE PENNSYLVANIA MUT FD		2006-09-25	2011-05-12
ROYCE PENNSYLVANIA MUT FD		2006-08-08	2011-05-12
SPDR DJ WILSHIRE INTERNATIONAL REAL		2011-05-12	2011-08-09
SPDR DJ WILSHIRE INTERNATIONAL REAL		2011-05-12	2011-11-22
SCHLUMBERGER LTD		2010-11-05	2011-05-12
AMEX ENERGY SELECT SPDR		2006-08-29	2011-05-12
AMEX ENERGY SELECT SPDR		2006-10-27	2011-05-12
AMEX FINANCIAL SELECT SPDR		2006-10-27	2011-05-12
AMEX FINANCIAL SELECT SPDR		2006-08-29	2011-05-12
AMEX TECHNOLOGY SELECT SPDR		2006-08-29	2011-05-12
AMEX TECHNOLOGY SELECT SPDR		2006-10-27	2011-05-12
AMEX UTILITIES SPDR		2006-08-29	2011-05-12
AMEX UTILITIES SPDR		2006-10-27	2011-05-12
TARGET		2006-10-27	2011-05-12
TARGET		2006-08-29	2011-05-12
TEMPLETON GLOBAL BOND FD		2008-02-27	2011-05-12
TEVA PHARMACEUTICAL IND		2010-06-25	2011-05-12
THERMO FISHER SCIENTIFIC		2007-11-01	2011-05-12
3M CO		2010-12-17	2011-05-12
UNION PACIFIC CORP		2011-05-12	2011-11-22
UNITED TECHNOLOGIES		2006-10-27	2011-05-12
UNITED TECHNOLOGIES		2006-08-29	2011-05-12
UNITEDHEALTH GROUP		2010-06-25	2011-05-12
UNITEDHEALTH GROUP		2010-06-25	2011-06-29
VANGUARD INTERMEDIATE TERM B		2011-05-12	2011-08-09
VANGUARD INTERMEDIATE TERM B		2011-05-12	2011-10-21
VANGUARD INTERMEDIATE TERM B		2011-05-12	2011-11-22
VANGUARD BD INDEX FD		2011-05-12	2011-08-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
VANGUARD BD INDEX FD		2011-05-12	2011-10-21
VANGUARD BD INDEX FD		2011-05-12	2011-11-22
VANGUARD S/T BD IND SIGNAL		2008-08-25	2011-05-12
VANGUARD S/T BD IND SIGNAL		2008-10-31	2011-05-12
VANGUARD EMERGING MARKETS ETF		2011-05-12	2011-11-22
VANGUARD REIT VIPER		2011-05-12	2011-08-09
VANGUARD REIT VIPER		2011-05-12	2011-11-22
VISA INC		2008-10-22	2011-05-12
VISA INC		2008-10-22	2011-07-08
VODAFONE GROUP PLC		2006-10-27	2011-05-12
VODAFONE GROUP PLC		2006-08-29	2011-05-12
WALMART		2006-10-27	2011-05-12
WALMART		2006-08-29	2011-05-12
XILINX		2007-11-01	2011-05-12
COOPER INDUSTRIES PLC		2010-06-25	2011-03-17
Capital Gains Dividends	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,361		3,609	752
1,363		1,147	216
1,908		1,560	348
3,854		3,525	329
375		334	41
420		382	38
8,597		6,857	1,740
5,536		4,592	944
463		615	-152
1,085		1,039	46
752		692	60
68,403		76,700	-8,297
1,662		2,421	-759
27,664		21,622	6,042
3,110		4,919	-1,809
4,895		3,980	915
1,880		1,674	206
415		327	88
1,486		1,871	-385
4,191		2,686	1,505
2,453		1,623	830
428		508	-80
530		571	-41
840		926	-86
2,172		1,832	340
9,049		6,159	2,890
1,206		1,259	-53
4,962		4,698	264
1,014		988	26
831		826	5

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
914		632	282
26,719		28,472	-1,753
37,985		40,000	-2,015
19,031		20,000	-969
12,775		12,500	275
36,492		33,000	3,492
16,560		15,000	1,560
1,896		2,056	-160
993		1,096	-103
8,981		9,143	-162
441		392	49
5,515		3,650	1,865
2,758		3,123	-365
28,524		26,000	2,524
35,297		34,000	1,297
7,307		7,718	-411
965		1,000	-35
2,226		1,837	389
2,842		2,527	315
5,155		6,091	-936
837		948	-111
21,464		15,315	6,149
21,464		14,735	6,729
9,682		11,573	-1,891
3,021		3,878	-857
861		1,020	-159
862		1,040	-178
1,666		1,938	-272
1,975		1,090	885
34,717		30,900	3,817

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,142		1,160	-18
5,172		4,967	205
3,358		3,286	72
2,528		2,777	-249
2,174		2,090	84
21,704		20,899	805
2,902		2,855	47
827		830	-3
1,746		1,784	-38
828		843	-15
21,307		18,464	2,843
19,456		15,806	3,650
5,158		4,470	688
1,109		1,137	-28
2,301		3,020	-719
760		742	18
3,963		3,620	343
4,591		4,773	-182
1,742		1,122	620
3,119		3,122	-3
832		828	4
4,282		2,806	1,476
3,058		1,903	1,155
2,141		1,436	705
8,274		7,092	1,182
6,759		5,054	1,705
7,850		6,858	992
1,727		1,650	77
1,404		1,284	120
6,150		5,853	297

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,805		1,711	94
10,000		10,000	0
33,615		30,000	3,615
23,227		20,000	3,227
8,701		9,994	-1,293
961		1,209	-248
8,194		7,348	846
1,998		1,533	465
5,919		4,488	1,431
1,593		3,546	-1,953
2,374		4,966	-2,592
12,762		10,052	2,710
6,675		5,690	985
4,889		4,994	-105
679		715	-36
1,083		1,231	-148
464		437	27
29,674		25,420	4,254
1,138		1,206	-68
4,315		4,073	242
3,667		3,281	386
491		514	-23
2,506		1,819	687
5,817		4,040	1,777
1,001		599	402
618		359	259
7,555		7,276	279
5,377		5,185	192
1,051		1,004	47
12,959		12,849	110

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
8,923		8,889	34
1,949		1,940	9
15,650		15,000	650
13,304		12,500	804
2,029		2,562	-533
9,721		11,846	-2,125
1,022		1,160	-138
4,366		2,674	1,692
2,782		1,507	1,275
2,066		1,902	164
2,066		1,615	451
5,564		5,074	490
5,008		4,003	1,005
9,027		6,125	2,902
1,989		1,496	493
997			997

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

**(I) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			752
			216
			348
			329
			41
			38
			1,740
			944
			-152
			46
			60
			-8,297
			-759
			6,042
			-1,809
			915
			206
			88
			-385
			1,505
			830
			-80
			-41
			-86
			340
			2,890
			-53
			264
			26
			5

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

**(I) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			282
			-1,753
			-2,015
			-969
			275
			3,492
			1,560
			-160
			-103
			-162
			49
			1,865
			-365
			2,524
			1,297
			-411
			-35
			389
			315
			-936
			-111
			6,149
			6,729
			-1,891
			-857
			-159
			-178
			-272
			885
			3,817

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

**(I) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			-18
			205
			72
			-249
			84
			805
			47
			-3
			-38
			-15
			2,843
			3,650
			688
			-28
			-719
			18
			343
			-182
			620
			-3
			4
			1,476
			1,155
			705
			1,182
			1,705
			992
			77
			120
			297

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

**(I) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			94
			0
			3,615
			3,227
			-1,293
			-248
			846
			465
			1,431
			-1,953
			-2,592
			2,710
			985
			-105
			-36
			-148
			27
			4,254
			-68
			242
			386
			-23
			687
			1,777
			402
			259
			279
			192
			47
			110

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

**(I) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			34
			9
			650
			804
			-533
			-2,125
			-138
			1,692
			1,275
			164
			451
			490
			1,005
			2,902
			493
			997

TY 2011 Accounting Fees Schedule

Name: MARSHALL AND ELLEN PETERS FAMILY FOUNDATION

EIN: 20-3708101

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	1,711	0		1,711

**TY 2011 Investments Corporate
Stock Schedule**

Name: MARSHALL AND ELLEN PETERS FAMILY FOUNDATION
EIN: 20-3708101

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO.	3,281	3,106
ABBOTT LABS	3,582	4,217
AFFILIATED MANAGERS GROUP	3,835	4,318
AFLAC INC	2,941	2,855
ANHEUSER BUSCH	3,527	3,842
APACHE CORP	2,460	1,812
APPLE INC	5,193	6,075
BAKER HUGHES	4,211	2,918
BERKSHIRE HATHAWAY	3,378	3,281
BHP BILLITON LIMITED	3,121	2,472
BOEING	2,783	2,861
CAPITAL ONE FINANCIAL	2,914	2,326
CELANESE CORP	2,479	2,523
CHEVRON CORP	2,555	4,150
CISCO SYSTEMS	2,923	3,218
COMCAST CORP CLASS A	2,644	2,679
CONOCOPHILLIPS	2,284	2,332
COOPER INDUSTRIES PLC NEW IRELAND	1,496	1,733
CVS/CAREMARK CORP	2,798	3,833
DIAGEO PLC	2,495	2,972
E M C CORP	3,046	2,369
GILEAD SCIENCES	1,987	2,087
GOLDMAN SACHS GROUP	3,138	1,809
HEWLETT PACKARD	3,117	1,984
INTEL CORP	2,560	3,177
JOHNSON CONTROLS	2,601	2,032
JP MORGAN CHASE	2,736	3,491
MICROSOFT CORP	2,533	2,544
NESTLE S.A.	2,986	2,943
NOVARTIS AG	2,445	2,287
ORACLE CORP.	2,381	2,668
SCHLUMBERGER LTD	2,849	2,596
TARGET CORP	3,227	3,432
TEVA PHARMACEUTICALS	3,829	2,946
THERMO FISHER SCIENTIFIC INC	3,200	2,473
TJX COS	2,708	3,357
UNION PACIFIC CORP	3,036	4,449
UNITED PARCEL SERVICE	2,482	2,781
UNITEDHEALTH GROUP	2,035	3,446
US BANCORP DEL NEW	2,179	3,165
VODAFONE GROUP PLC NEW	1,938	2,523
WALT DISNEY CO	2,762	3,488

TY 2011 Investments - Other Schedule

Name: MARSHALL AND ELLEN PETERS FAMILY FOUNDATION**EIN:** 20-3708101

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
CREDIT SUISSE COMMODITY RT	AT COST	44,635	39,499
DIAMOND HILL LONG-SHORT FUND	AT COST	23,888	26,535
DREYFUS EMERGING MARKETS DEBT LOCAL	AT COST	35,653	31,405
HUSSMAN STRATEGIC GROWTH FUND	AT COST	31,782	30,627
ISHARES MSCI EAFE	AT COST	126,129	102,577
ISHARES S&P 500 INDEX FUND	AT COST	40,473	37,662
ISHARES S&P MIDCAP 400 GROWTH	AT COST	29,999	26,756
ISHARES S&P MIDCAP 400 VALUE	AT COST	31,384	28,568
ISHARES TR SMALLCAP 600 INDEX FD	AT COST	61,033	57,918
LAUDUS MONDRIAN INT'L FIXED	AT COST	14,017	13,305
MERGER FD SH BEN INT	AT COST	16,472	15,833
PIMCO FOREIGN BOND FUND	AT COST	14,163	14,109
RIDGEWORTH SEIX HIGH YIELD BOND FD	AT COST	38,200	35,276
SPDR DJ WILSHIRE INTERNATIONAL REAL	AT COST	36,477	31,512
VANGUARD INTERMEDIATE TERM B	AT COST	30,945	32,179
VANGUARD MSCI EMERGING MARKETS ETF	AT COST	78,462	65,950
VANGUARD REIT VIPER	AT COST	31,494	36,482
VANGUARD SHORT TERM BOND ETF	AT COST	64,246	64,268

TY 2011 Other Decreases Schedule

Name: MARSHALL AND ELLEN PETERS FAMILY FOUNDATION

EIN: 20-3708101

Description	Amount
2010 FORM 990-PF TAX PAYMENT	100
2011 FORM 990-PF ESTIMATED TAX PAYMENT	120

TY 2011 Other Expenses Schedule

Name: MARSHALL AND ELLEN PETERS FAMILY FOUNDATION

EIN: 20-3708101

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS ADR FEES	4	0		0

TY 2011 Other Increases Schedule**Name:** MARSHALL AND ELLEN PETERS FAMILY FOUNDATION**EIN:** 20-3708101

Description	Amount
NONTAXABLE DIVIDEND/RETURN OF CAPITAL	432

TY 2011 Other Professional Fees Schedule

Name: MARSHALL AND ELLEN PETERS FAMILY FOUNDATION**EIN:** 20-3708101

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRUSTEE FEES	9,234	6,925		2,309