Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation: T/U/A SIDNEY S HOAG MEM CTR FOR WOM	A Employer identification number: 22-6020074
Number and street (or P O box number if mail is not delivered to street address): Wells Fargo Bank N A - 101N Independence Mall E MACY1372-062 — Room/suite:	B Telephone number (see instructions): (888) 730-4933
City or town, state and ZIP code: Philadelphia PA 19106-2112	C If exemption application is pending, check here ▶ ☐
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change	D 1 Foreign organizations, check here ▶ ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
H Check type of organization ☐ Section 501(c)(3) exempt private foundation ☒ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
I Fair market value of all assets at end of year (from Part II col (c), line 16) ▶ $ 148,603 — J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b) (c) and (d) may not necessarily equal the amounts in column (a) (see instructions))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions gifts grants etc, received (attach schedule)				
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	0	0		
	4	Dividends and interest from securities	4,214	4,127		
	5 a	Gross rents		0		
	b	Net rental income or (loss) 0				
	6 a	Net gain or (loss) from sale of assets not on line 10	6,035			
	b	Gross sales price for all assets on line 6a 115,520				
	7	Capital gain net income (from Part IV, line 2)		6,035		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10 a	Gross sales less returns and allowances 0				
	b	Less Cost of goods sold 0				
	c	Gross profit or (loss) (attach schedule)	0			
	11	Other income (attach schedule)	0	0	0	
	12	**Total** Add lines 1 through 11	10,249	10,162	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	2,791	2,093		698
	14	Other employee salaries and wages				
	15	Pension plans employee benefits				
	16 a	Legal fees (attach schedule)	0	0	0	0
	b	Accounting fees (attach schedule)	2,000	0	0	2,000
	c	Other professional fees (attach schedule)	0	0	0	0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	539	49	0	0
	19	Depreciation (attach schedule) and depletion	0	0	0	
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	0	0	0	0
	24	**Total operating and administrative expenses** Add lines 13 through 23	5,330	2,142	0	2,698
	25	Contributions, gifts, grants paid	1,986			1,986
	26	**Total expenses and disbursements** Add lines 24 and 25	7,316	2,142	0	4,684
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	2,933			
	b	**Net investment income** (if negative, enter -0-)		8,020		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II **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	0	0	0
	2	Savings and temporary cash investments	4,496	5,579	5,579
	3	Accounts receivable ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	4	Pledges receivable ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule) ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	8	Inventories for sale or use	0	0	
	9	Prepaid expenses and deferred charges		0	
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	0	0	0
	c	Investments—corporate bonds (attach schedule)	0	0	0
	11	Investments—land buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	146,133	148,513	143,025
	14	Land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	15	Other assets (describe ▶)	0	0	0
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	150,629	154,092	148,604
Liabilities	17	Accounts payable and accrued expenses	0	0	
	18	Grants payable			
	19	Deferred revenue	0	0	
	20	Loans from officers directors trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ▶)	0	0	
	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	150,629	154,092	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	150,629	154,092	
	31	**Total liabilities and net assets/fund balances** (see instructions)	150,629	154,092	

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	150,629
2	Enter amount from Part I, line 27a	2	2,933
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	810
4	Add lines 1 2, and 3	4	154,372
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	280
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	154,092

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)
1a	See Attached Statement			
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)
a	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
a	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

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	6,035
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 instructions) If (loss), enter -0- in Part I, line 8	3	0

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 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	6,300	146,380	0 043039
2009	7,385	128,987	0 057254
2008	8,170	161,420	0 050613
2007	9,850	204,005	0 048283
2006	10,202	198,533	0 051387

2	**Total** of line 1, column (d)	2	0 250576
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 050115
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	155,885
5	Multiply line 4 by line 3	5	7,812
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	80
7	Add lines 5 and 6	7	7,892
8	Enter qualifying distributions from Part XII, line 4	8	4,684

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 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 ▶ ☐ and enter 1% of Part I, line 27b			1	160
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	160
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income** Subtract line 4 from line 3 If zero or less, enter -0-			5	160
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	245		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	245
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	0
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	0
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	85
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 85 **Refunded** ▶			11	0

Part VII-A Statements Regarding Activities

			Yes	No
1 a	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		X
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)?	1b		X
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes " attach a detailed description of the activities*	2		X
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? *If "Yes," attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NJ			
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? If "No," attach explanation*	8b		X
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)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933

Located at ▶ 101N Independence Mall E MACY1372-062 Philadelphia PA ZIP+4 ▶ 19106-2112

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ [X]

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
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		X
	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? [ ] Yes [X] No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? [ ] Yes [X] No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? [ ] Yes [X] No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? [X] Yes [ ] 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)? [ ] Yes [X] 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) [ ] Yes [X] 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 instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ [ ]			
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		X
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? [ ] Yes [X] No			
	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 instructions)	2b	N/A	
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? [ ] Yes [X] 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	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
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		X

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))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ 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 instructions)	☐ Yes ☒ 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?	☐ Yes ☒ 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 instructions)?		**5b**	N/A
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐		
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? N/A *If "Yes," attach the statement required by Regulations section 53 4945–5(d)*	☐ Yes ☐ No		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870*		**6b**	X (No)
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**	N/A

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 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
Wells Fargo Bank, N A 101N Independence Mall E MACY1372-062 Phi	Trustee 4 00	2,791	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

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

(a) Name and address of each person paid more than $50 000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
Total number of others receiving over $50,000 for professional services ▶		

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	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	0
Total Add lines 1 through 3 ▶	0

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see 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	152,855
b	Average of monthly cash balances			1b	5,404
c	Fair market value of all other assets (see instructions)			1c	
d	**Total** (add lines 1a, b, and c)			1d	158,259
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e			
2	Acquisition indebtedness applicable to line 1 assets			2	
3	Subtract line 2 from line 1d			3	158,259
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)			4	2,374
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	155,885
6	**Minimum investment return** Enter 5% of line 5			6	7,794

Part XI Distributable Amount (see 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	7,794
2a	Tax on investment income for 2011 from Part VI, line 5	2a	160		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0		
c	Add lines 2a and 2b			2c	160
3	Distributable amount before adjustments Subtract line 2c from line 1			3	7,634
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	7,634
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	7,634

Part XII Qualifying Distributions (see 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	4,684
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		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	4,684
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 instructions)	5	0
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	4,684

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 instructions)

			(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7					7,634
2	Undistributed income, if any, as of the end of 2011					
a	Enter amount for 2010 only				0	
b	Total for prior years 20____, 20____, 20____			0		
3	Excess distributions carryover, if any, to 2011					
a	From 2006	421				
b	From 2007	NONE				
c	From 2008	112				
d	From 2009	936				
e	From 2010	NONE				
f	**Total** of lines 3a through e		1,469			
4	Qualifying distributions for 2011 from Part XII line 4 ▶ $ 4,684					
a	Applied to 2010, but not more than line 2a				0	
b	Applied to undistributed income of prior years (Election required—see instructions)			0		
c	Treated as distributions out of corpus (Election required—see instructions)		0			
d	Applied to 2011 distributable amount					4,684
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))*		1,469			1,469
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					
d	Subtract line 6c from line 6b Taxable amount—see instructions			0		
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012					1,481
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see 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	0				
b	Excess from 2008	0				
c	Excess from 2009	0				
d	Excess from 2010	0				
e	Excess from 2011	0				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a 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 ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year (a) 2011	Prior 3 years (b) 2010	(c) 2009	(d) 2008	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X line 6 for each year listed	0				0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see 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))

NONE

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

NONE

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 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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	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
a *Paid during the year*				
See Attached Statement				
Total			▶ 3a	1,986
b *Approved for future payment*				
NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1 Program service revenue					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
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	4,214	
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	6,035	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
12 Subtotal Add columns (b), (d), and (e)		0		10,249	0
13 Total Add line 12, columns (b), (d) and (e)				13	10,249

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	Not Applicable

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

			Yes	No
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 of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers transactions and sharing arrangements
	0	Not Applicable	
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		

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

Sign Here

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) is based on all information of which preparer has any knowledge

John M Solanta | 4/11/2012 | VP AND TAX DIRECTOR

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J CASTRIANO		4/11/2012		P01251603
Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777			Phone no 412-355-6000	

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name
GREEN HILL, INC
Street
103 PLEASANT VALLEY WAY

City	State	Zip Code	Foreign Country
WEST ORANGE	NJ	07052	

Relationship	Foundation Status
NONE	501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution	Amount
GENERAL SUPPORT GRANT	1,986

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount
	0

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount
	0

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount
	0

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount
	0

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount
	0

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	453
Short Term CG Distributions	0

Totals	Gross Sales	Cost Other Basis and Expenses	Net Gain or Loss
Securities	115,520	109,485	6,035
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check 'X' if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
1	X	ARTISAN INTERNATIONAL FU	04314H204			4/19/2011		8/10/2011	1,504	1,504				0
2	X	ARTIO TOTAL RETURN BD FD	04315J209			5/12/2009		4/15/2011	1 031	972				59
3	X	ARTIO TOTAL RETURN BD FD	04315J209			9/1/2009		4/15/2011	914	893				21
4	X	ARTIO TOTAL RETURN BD FD	04315J209			12/1/2009		4/15/2011	196	197				-1
5	X	ARTIO TOTAL RETURN BD FD	04315J209			12/1/2008		4/15/2011	2 611	2 387				224
6	X	ARTIO TOTAL RETURN BD FD	04315J209			12/1/2008		6/3/2011	4,524	4,085				439
7	X	ARTIO TOTAL RETURN BD FD	04315J209			12/1/2008		7/14/2011	2,176	1,965				211
8	X	ARTIO INTERNATIONAL EQ FI	04315J837			7/30/2008		4/15/2011	3,843	4,470				-627
9	X	ARTIO INTERNATIONAL EQ FI	04315J837			7/30/2008		6/3/2011	2,770	3,301				-531
10	X	ARTIO INTERNATIONAL EQ FI	04315J837			3/1/2010		6/3/2011	741	653				88
11	X	ARTIO INTERNATIONAL EQ FI	04315J837			3/2/2009		7/14/2011	804	490				314
12	X	ARTIO INTERNATIONAL EQ FI	04315J837			3/1/2010		7/14/2011	52	47				5
13	X	ARTIO INTERNATIONAL EQ FI	04315J837			12/1/2008		7/14/2011	646	473				173
14	X	ARTIO INTERNATIONAL EQ FI	04315J837			7/15/2009		7/14/2011	172	139				33
15	X	DODGE & COX INT'L STOCK F	256206103			7/30/2008		8/10/2011	719	866				-147
16	X	DODGE & COX INCOME FD C	256210105			6/7/2011		8/10/2011	555	555				0
17	X	JP MORGAN MID CAP VALUE-	339128100			12/28/2010		4/15/2011	994	941				53
18	X	JP MORGAN MID CAP VALUE-	339128100			12/28/2010		6/3/2011	993	941				52
19	X	JP MORGAN MID CAP VALUE-	339128100			12/28/2010		7/14/2011	499	470				29
20	X	JP MORGAN MID CAP VALUE-	339128100			12/28/2010		10/20/2011	297	306				-9
21	X	GOLDEN LARGE CAP CORE F	34984T881			7/30/2008		4/15/2011	3 499	3,442				57
22	X	GOLDEN LARGE CAP CORE F	34984T881			7/30/2008		6/3/2011	3,247	3,226				21
23	X	GOLDEN LARGE CAP CORE F	34984T881			3/2/2009		7/14/2011	495	293				202
24	X	GOLDEN LARGE CAP CORE F	34984T881			5/12/2009		7/14/2011	208	149				59
25	X	GOLDEN LARGE CAP CORE F	34984T881			9/1/2009		7/14/2011	93	74				19
26	X	GOLDEN LARGE CAP CORE F	34984T881			3/1/2010		7/14/2011	6	5				1
27	X	GOLDEN LARGE CAP CORE F	34984T881			7/30/2008		7/14/2011	771	761				10
28	X	GOLDMAN SACHS GRTH OPP	38142Y401			12/1/2008		4/15/2011	1,195	573				622
29	X	GOLDMAN SACHS GRTH OPP	38142Y401			12/1/2008		6/3/2011	1,081	535				546
30	X	GOLDMAN SACHS GRTH OPP	38142Y401			12/1/2008		7/14/2011	474	237				237
31	X	GOLDMAN SACHS GRTH OPP	38142Y401			8/12/2011		10/20/2011	267	265				2
32	X	GOLDMAN SACHS L/C VALUE	38142Y773			7/30/2008		4/15/2011	4,081	4,154				-73
33	X	GOLDMAN SACHS L/C VALUE	38142Y773			7/30/2008		6/3/2011	3,804	3,903				-99
34	X	GOLDMAN SACHS L/C VALUE	38142Y773			3/2/2009		7/14/2011	887	510				377
35	X	GOLDMAN SACHS L/C VALUE	38142Y773			6/1/2009		7/14/2011	117	89				28
36	X	GOLDMAN SACHS L/C VALUE	38142Y773			7/30/2008		7/14/2011	794	825				-31
37	X	HARBOR CAPITAL APRCTION	411511504			7/18/2011		10/20/2011	886	957				-71
38	X	HUSSMAN STRATEGIC GROW	448108100			6/7/2011		8/10/2011	603	595				8
39	X	ISHARES S & P 500 INDEX FU	464287200			7/14/2011		8/10/2011	460	532				-72
40	X	ISHARES S & P 500 INDEX FU	464287200			7/14/2011		10/20/2011	365	399				-34
41	X	KEELEY SMALL CAP VAL FD (	487300808			12/28/2010		4/15/2011	431	403				28
42	X	KEELEY SMALL CAP VAL FD (	487300808			12/28/2010		6/3/2011	362	352				10
43	X	KEELEY SMALL CAP VAL FD (	487300808			12/28/2010		7/14/2011	266	252				14
44	X	KEELEY SMALL CAP VAL FD (	487300808			12/28/2010		10/20/2011	224	252				-28
45	X	LAUDUS MONDRIAN INTL FI-I	51855Q655			6/7/2011		7/14/2011	3,477	3,517				-40
46	X	LAUDUS MONDRIAN INTL FI-I	51855Q655			6/7/2011		8/10/2011	1,047	1,035				12
47	X	MFS VALUE FUND-CLASS I #8	552983694			4/19/2011		10/20/2011	305	336				-31
48	X	MAINSTAY EP US EQUITY-INS	56063J302			4/19/2011		10/20/2011	297	326				-29
49	X	MERGER FD SH BEN INT #26(	589509108			6/7/2011		10/20/2011	158	162				-4
50	X	MORGAN STANLEY INS INTN	61744J317			3/4/2008		4/15/2011	2,725	3,583				-858
51	X	MORGAN STANLEY INS INTN	61744J317			3/1/2010		6/3/2011	577	502				75

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	453
Short Term CG Distributions	0

Totals	Gross Sales	Cost Other Basis and Expenses	Net Gain or Loss
Securities	115,520	109,485	6,035
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
52	X	MORGAN STANLEY INS INTN	61744J317			6/4/2008		6/3/2011	330	414				-84
53	X	MORGAN STANLEY INS INTN	61744J317			7/23/2008		6/3/2011	93	107				-14
54	X	MORGAN STANLEY INS INTN	61744J317			7/30/2008		6/3/2011	89	99				-10
55	X	MORGAN STANLEY INS INTN	61744J317			12/1/2009		6/3/2011	5	5				0
56	X	MORGAN STANLEY INS INTN	61744J317			3/4/2008		6/3/2011	305	398				-93
57	X	MORGAN STANLEY INS INTN	61744J317			12/1/2008		6/3/2011	1,194	661				533
58	X	MORGAN STANLEY INS INTN	61744J317			12/1/2008		7/14/2011	619	356				263
59	X	MORGAN STANLEY INS INTN	61744J317			3/2/2009		7/14/2011	567	275				292
60	X	PIMCO TOTAL RET FD-INST #	693390700			6/7/2011		8/10/2011	444	442				2
61	X	PIMCO HIGH YIELD FD-INST #	693390841			3/4/2008		4/15/2011	1,919	1,873				46
62	X	PIMCO HIGH YIELD FD-INST #	693390841			3/4/2008		6/3/2011	1,792	1,752				40
63	X	PIMCO HIGH YIELD FD-INST #	693390841			5/12/2009		7/14/2011	231	179				52
64	X	PIMCO HIGH YIELD FD-INST #	693390841			9/1/2009		7/14/2011	123	107				16
65	X	PIMCO HIGH YIELD FD-INST #	693390841			6/1/2009		7/14/2011	35	28				7
66	X	PIMCO FOREIGN BD FD USD	693390882			12/1/2009		6/3/2011	41	41				0
67	X	PIMCO FOREIGN BD FD USD	693390882			3/1/2010		6/3/2011	35	34				1
68	X	PIMCO FOREIGN BD FD USD	693390882			3/4/2008		6/3/2011	845	850				5
69	X	PIMCO FOREIGN BD FD USD	693390882			9/1/2009		6/3/2011	35	34				1
70	X	PIMCO FOREIGN BD FD USD	693390882			7/18/2011		8/10/2011	913	911				2
71	X	PIMCO EMERG MKTS BD-INS	693391559			3/4/2008		4/15/2011	1,268	1,221				47
72	X	PIMCO EMERG MKTS BD-INS	693391559			3/4/2008		6/3/2011	1,035	985				50
73	X	PIMCO EMERG MKTS BD-INS	693391559			9/1/2009		6/3/2011	169	148				21
74	X	PIMCO EMERG MKTS BD-INS	693391559			9/1/2009		7/14/2011	201	156				45
75	X	PIMCO EMERG MKTS BD-INS	693391559			5/12/2009		7/14/2011	327	235				92
76	X	PIMCO EMERG MKTS BD-INS	693391559			6/1/2009		7/14/2011	56	41				15
77	X	PIMCO HIGH YIELD FD-INST #	693390841			3/4/2008		7/14/2011	459	453				6
78	X	PIMCO FOREIGN BD FD USD	693390882			3/4/2008		4/15/2011	1,194	1,212				-18
79	X	PIMCO FOREIGN BD FD USD	693390882			6/4/2008		6/3/2011	176	171				5
80	X	PIMCO COMMODITY REAL RE	722005667			7/30/2008		4/15/2011	2,756	5 063				-2,307
81	X	PIMCO COMMODITY REAL RE	722005667			12/1/2008		4/15/2011	144	123				21
82	X	PIMCO COMMODITY REAL RE	722005667			12/1/2008		6/3/2011	1,534	1,335				199
83	X	PIMCO COMMODITY REAL RE	722005667			7/15/2009		6/3/2011	343	242				101
84	X	PIMCO COMMODITY REAL RE	722005667			3/1/2010		6/3/2011	320	266				54
85	X	PIMCO COMMODITY REAL RE	722005667			3/2/2009		6/3/2011	477	278				199
86	X	PIMCO COMMODITY REAL RE	722005667			3/2/2009		7/14/2011	1,211	751				460
87	X	PIONEER HIGH YIELD FUND-Y	72369B406			7/30/2008		4/15/2011	2,098	1 927				171
88	X	PIONEER HIGH YIELD FUND-Y	72369B406			7/30/2008		6/3/2011	1,950	1,809				141
89	X	PIONEER HIGH YIELD FUND-Y	72369B406			12/1/2008		7/14/2011	542	317				225
90	X	PIONEER HIGH YIELD FUND-Y	72369B406			5/12/2009		7/14/2011	151	103				48
91	X	PIONEER HIGH YIELD FUND-Y	72369B406			9/1/2009		7/14/2011	103	80				23
92	X	PIONEER HIGH YIELD FUND-Y	72369B406			6/1/2009		7/14/2011	46	32				14
93	X	PIONEER HIGH YIELD FUND-Y	72369B406			7/30/2008		7/14/2011	93	87				6
94	X	RIDGEWORTH SEIX HY BD-I #	76628T645			4/19/2011		8/10/2011	161	161				0
95	X	T ROWE PRICE SHORT TERM	77957P105			4/19/2011		6/3/2011	745	742				3
96	X	T ROWE PRICE SHORT TERM	77957P105			4/19/2011		7/14/2011	389	388				1
97	X	T ROWE PRICE SHORT TERM	77957P105			4/19/2011		8/10/2011	813	810				3
98	X	SPDR DJ WILSHIRE INTERNA	78463X863			6/3/2011		8/10/2011	174	174				0
99	X	SSGA EMERGING MARKETS F	784924425			12/1/2008		4/15/2011	1,925	828				1,097
100	X	SSGA EMERGING MARKETS F	784924425			12/1/2008		6/3/2011	1,767	778				989
101	X	SSGA EMERGING MARKETS F	784924425			12/1/2008		7/14/2011	824	367				457
102	X	TCW SMALL CAP GROWTH FU	87234N849			12/28/2010		4/15/2011	583	530				53

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	453
Short Term CG Distributions	0

Totals	Gross Sales	Cost Other Basis and Expenses	Net Gain or Loss
Securities	115,520	109,485	6,035
Other sales	0	0	0

Index	Check 'X' if Sale of Security	Description	CUSIP #	Purchaser	Check 'X' if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
103	X	TCW SMALL CAP GROWTH FU	87234N849			12/28/2010		6/3/2011	399	383				16
104	X	TCW SMALL CAP GROWTH FU	87234N849			12/28/2010		7/14/2011	247	236				11
105	X	TCW SMALL CAP GROWTH FU	87234N849			12/28/2010		10/20/2011	284	324				-40
106	X	VANGARD MSCI EMERGING M	922042858			12/28/2010		4/15/2011	346	329				17
107	X	VANGUARD MSCI EMERGING	922042858			12/28/2010		6/3/2011	241	235				6
108	X	VANGUARD REIT VIPER	922908553			12/28/2010		4/15/2011	1,827	1,706				121
109	X	VANGUARD REIT VIPER	922908553			12/28/2010		6/3/2011	3,173	2 916				257
110	X	VANGUARD REIT VIPER	922908553			12/28/2010		7/14/2011	1,719	1,536				183
111	X	VANGUARD REIT VIPER	922908553			12/28/2010		10/20/2011	211	219				8
112	X	WELLS FARGO ADV INTL BON	94985D582			3/4/2008		4/15/2011	1,213	1,257				-44
113	X	WELLS FARGO ADV INTL BON	94985D582			6/4/2008		6/3/2011	133	130				3
114	X	WELLS FARGO ADV INTL BON	94985D582			3/4/2008		6/3/2011	1,049	1,046				3
115	X	WELLS FARGO ADV INTL BON	94985D582			3/1/2010		6/3/2011	6	6				0
116	X	WELLS FARGO ADV INTL BON	94985D582			5/12/2009		7/14/2011	255	220				35
117	X	WELLS FARGO ADV INTL BON	94985D582			9/1/2009		7/14/2011	184	171				13
118	X	WELLS FARGO ADV INTL BON	94985D582			3/1/2010		7/14/2011	123	117				6
119	X	WF ADV ENDEAVOR SELECT-	949915565			7/30/2008		4/15/2011	4,517	4,840				-323
120	X	WF ADV ENDEAVOR SELECT-	949915565			5/12/2009		6/3/2011	245	156				89
121	X	WF ADV ENDEAVOR SELECT-	949915565			7/30/2008		6/3/2011	3,863	4,163				-300
122	X	WF ADV ENDEAVOR SELECT-	949915565			12/1/2008		6/3/2011	104	60				44
123	X	WF ADV ENDEAVOR SELECT-	949915565			12/1/2008		7/14/2011	1,783	1,023				760
124	X	WF ADV ENDEAVOR SELECT-	949915565			3/2/2009		7/14/2011	253	134				119

Line 16b (990-PF) - Accounting Fees

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		2,000	0	0	2,000
	Name of Organization or Person Providing Service				
1	TAX PREP FEES	2,000			2,000
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		539	49	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	245			
2	ESTIMATED EXCISE TAX PAID	245			
3	FOREIGN TAX WITHHELD	49	49		
4					
5					
6					
7					
8					
9					
10					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	227
2	MUTUAL FUND & CTF INCOME ADDITIONS	2	583
3	Total	3	810

Line 5 - Decreases not included in Part III, Line 2

1	MUTUAL FUND & CTF INCOME SUBTRACTION	1	221
2	PY RETURN OF CAPITAL ADJUSTMENT	2	59
3	Total	3	280

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	453
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	115,067	0	109,485	5,582	0	0	0	5,582
1	ARTISAN INTERNATIONAL FUND #661	04314H204		4/19/2011	8/10/2011	1 504	0	1 504	0			0	0
2	ARTIO TOTAL RETURN BD FD CL I #152	04315J209		5/12/2009	4/15/2011	1 031	0	972	59			0	59
3	ARTIO TOTAL RETURN BD FD CL I #152	04315J209		9/1/2009	4/15/2011	914	0	893	21			0	21
4	ARTIO TOTAL RETURN BD FD CL I #152	04315J209		12/1/2009	4/15/2011	196	0	197	-1			0	-1
5	ARTIO TOTAL RETURN BD FD CL I #152	04315J209		12/1/2008	4/15/2011	2,611	0	2,387	224			0	224
6	ARTIO TOTAL RETURN BD FD CL I #152	04315J209		12/1/2008	6/3/2011	4,524	0	4,085	439			0	439
7	ARTIO TOTAL RETURN BD FD CL I #152	04315J209		12/1/2008	7/14/2011	2,176	0	1 965	211			0	211
8	ARTIO INTERNATIONAL EQ FD II #1529	04315J837		7/30/2008	4/15/2011	3,843	0	4 470	-627			0	-627
9	ARTIO INTERNATIONAL EQ FD II #1529	04315J837		7/30/2008	6/3/2011	2,770	0	3 301	-531			0	-531
10	ARTIO INTERNATIONAL EQ FD II #1529	04315J837		3/1/2010	6/3/2011	741	0	653	88			0	88
11	ARTIO INTERNATIONAL EQ FD II #1529	04315J837		3/2/2009	7/14/2011	804	0	490	314			0	314
12	ARTIO INTERNATIONAL EQ FD II #1529	04315J837		3/1/2010	7/14/2011	52	0	47	5			0	5
13	ARTIO INTERNATIONAL EQ FD II #1529	04315J837		12/1/2008	7/14/2011	646	0	473	173			0	173
14	ARTIO INTERNATIONAL EQ FD II #1529	04315J837		7/15/2009	7/14/2011	172	0	139	33			0	33
15	DODGE & COX INT'L STOCK FD #1048	256206103		7/30/2008	8/10/2011	719	0	866	-147			0	-147
16	DODGE & COX INCOME FD COM #147	256210105		6/7/2011	8/10/2011	555	0	555	0			0	0
17	JP MORGAN MID CAP VALUE-I #758	339128100		12/28/2010	4/15/2011	994	0	941	53			0	53
18	JP MORGAN MID CAP VALUE-I #758	339128100		12/28/2010	6/3/2011	993	0	941	52			0	52
19	JP MORGAN MID CAP VALUE-I #758	339128100		12/28/2010	7/14/2011	499	0	470	29			0	29
20	JP MORGAN MID CAP VALUE-I #758	339128100		12/28/2010	10/20/2011	297	0	306	-9			0	-9
21	GOLDEN LARGE CAP CORE FUND-I	34984T881		7/30/2008	4/15/2011	3,499	0	3,442	57			0	57
22	GOLDEN LARGE CAP CORE FUND-I	34984T881		7/30/2008	6/3/2011	3,247	0	3,226	21			0	21
23	GOLDEN LARGE CAP CORE FUND-I	34984T881		3/2/2009	7/14/2011	495	0	293	202			0	202
24	GOLDEN LARGE CAP CORE FUND-I	34984T881		5/12/2009	7/14/2011	208	0	149	59			0	59
25	GOLDEN LARGE CAP CORE FUND-I	34984T881		9/1/2009	7/14/2011	93	0	74	19			0	19
26	GOLDEN LARGE CAP CORE FUND-I	34984T881		3/1/2010	7/14/2011	6	0	5	1			0	1
27	GOLDEN LARGE CAP CORE FUND-I	34984T881		7/30/2008	7/14/2011	771	0	761	10			0	10
28	GOLDMAN SACHS GRTH OPP FD-I #113	38142Y401		12/1/2008	4/15/2011	1 195	0	573	622			0	622
29	GOLDMAN SACHS GRTH OPP FD-I #113	38142Y401		12/1/2008	6/3/2011	1,081	0	535	546			0	546
30	GOLDMAN SACHS GRTH OPP FD-I #113	38142Y401		12/1/2008	7/14/2011	474	0	237	237			0	237
31	GOLDMAN SACHS GRTH OPP FD-I #113	38142Y401		8/12/2011	10/20/2011	267	0	265	2			0	2
32	GOLDMAN SACHS L/C VALUE-I #1216	38142Y773		7/30/2008	4/15/2011	4 081	0	4,154	-73			0	-73
33	GOLDMAN SACHS L/C VALUE-I #1216	38142Y773		7/30/2008	6/3/2011	3,804	0	3,903	-99			0	-99
34	GOLDMAN SACHS L/C VALUE-I #1216	38142Y773		3/2/2009	7/14/2011	887	0	510	377			0	377
35	GOLDMAN SACHS L/C VALUE-I #1216	38142Y773		6/1/2009	7/14/2011	117	0	89	28			0	28
36	GOLDMAN SACHS L/C VALUE-I #1216	38142Y773		7/30/2008	7/14/2011	794	0	825	-31			0	-31
37	HARBOR CAPITAL APRCTION-INST #20	411511504		7/18/2011	10/20/2011	886	0	957	-71			0	-71
38	HUSSMAN STRATEGIC GROWTH FUND	448108100		6/7/2011	8/10/2011	603	0	595	8			0	8
39	ISHARES S & P 500 INDEX FUND	464287200		7/14/2011	8/10/2011	460	0	532	-72			0	-72
40	ISHARES S & P 500 INDEX FUND	464287200		7/14/2011	10/20/2011	365	0	399	-34			0	-34
41	KEELEY SMALL CAP VAL FD CL I #2251	487300808		12/28/2010	4/15/2011	431	0	403	28			0	28
42	KEELEY SMALL CAP VAL FD CL I #2251	487300808		12/28/2010	6/3/2011	362	0	352	10			0	10
43	KEELEY SMALL CAP VAL FD CL I #2251	487300808		12/28/2010	7/14/2011	266	0	252	14			0	14
44	KEELEY SMALL CAP VAL FD CL I #2251	487300808		12/28/2010	10/20/2011	224	0	252	-28			0	-28
45	LAUDUS MONDRIAN INTL FI-INST #2940	51855Q655		6/7/2011	7/14/2011	3,477	0	3 517	-40			0	-40
46	LAUDUS MONDRIAN INTL FI-INST #2940	51855Q655		6/7/2011	8/10/2011	1,047	0	1,035	12			0	12
47	MFS VALUE FUND-CLASS I #893	552983694		4/19/2011	10/20/2011	305	0	336	-31			0	-31
48	MAINSTAY EP US EQUITY-INS #1204	56063J302		4/19/2011	10/20/2011	297	0	326	-29			0	-29
49	MERGER FD SH BEN INT #260	589509108		6/7/2011	10/20/2011	158	0	162	-4			0	-4
50	MORGAN STANLEY INS INTN RE I #800	61744J317		3/4/2008	4/15/2011	2,725	0	3,583	-858			0	-858
51	MORGAN STANLEY INS INTN RE I #800	61744J317		3/1/2010	6/3/2011	577	0	502	75			0	75
52	MORGAN STANLEY INS INTN RE I #800	61744J317		6/4/2008	6/3/2011	330	0	414	-84			0	-34
53	MORGAN STANLEY INS INTN RE I #800	61744J317		7/23/2008	6/3/2011	93	0	107	-14			0	-14
54	MORGAN STANLEY INS INTN RE I #800	61744J317		7/30/2008	6/3/2011	89	0	99	-10			0	-10
55	MORGAN STANLEY INS INTN RE I #800	61744J317		12/1/2009	6/3/2011	5	0	5	0			0	0
56	MORGAN STANLEY INS INTN RE I #800	61744J317		3/4/2008	6/3/2011	305	0	398	-93			0	-93
57	MORGAN STANLEY INS INTN RE I #800	61744J317		12/1/2008	6/3/2011	1 194	0	661	533			0	533
58	MORGAN STANLEY INS INTN RE I #800	61744J317		12/1/2008	7/14/2011	619	0	356	263			0	263

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	453
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	115 067	0	109,485	5,582	0	0	0	5,582
59	MORGAN STANLEY INS INTN RE I #800	61744J317		3/2/2009	7/14/2011	567	0	275	292			0	292
60	PIMCO TOTAL RET FD-INST #35	693390700		6/7/2011	8/10/2011	444	0	442	2			0	2
61	PIMCO HIGH YIELD FD-INST #108	693390841		3/4/2008	4/15/2011	1 919	0	1,873	46			0	46
62	PIMCO HIGH YIELD FD-INST #108	693390841		3/4/2008	6/3/2011	1 792	0	1 752	40			0	40
63	PIMCO HIGH YIELD FD-INST #108	693390841		5/12/2009	7/14/2011	231	0	179	52			0	52
64	PIMCO HIGH YIELD FD-INST #108	693390841		9/1/2009	7/14/2011	123	0	107	16			0	16
65	PIMCO HIGH YIELD FD-INST #108	693390841		6/1/2009	7/14/2011	35	0	28	7			0	7
66	PIMCO FOREIGN BD FD USD H-INST #1(	693390882		12/1/2009	6/3/2011	41	0	41	0			0	0
67	PIMCO FOREIGN BD FD USD H-INST #1(	693390882		3/1/2010	6/3/2011	35	0	34	1			0	1
68	PIMCO FOREIGN BD FD USD H-INST #1(	693390882		3/4/2008	6/3/2011	845	0	850	-5			0	-5
69	PIMCO FOREIGN BD FD USD H-INST #1(	693390882		9/1/2009	6/3/2011	35	0	34	1			0	1
70	PIMCO FOREIGN BD FD USD H-INST #1(	693390882		7/18/2011	8/10/2011	913	0	911	2			0	2
71	PIMCO EMERG MKTS BD-INST #137	693391559		3/4/2008	4/15/2011	1 268	0	1 221	47			0	47
72	PIMCO EMERG MKTS BD-INST #137	693391559		3/4/2008	6/3/2011	1 035	0	985	50			0	50
73	PIMCO EMERG MKTS BD-INST #137	693391559		9/1/2009	6/3/2011	169	0	148	21			0	21
74	PIMCO EMERG MKTS BD-INST #137	693391559		9/1/2009	7/14/2011	201	0	156	45			0	45
75	PIMCO EMERG MKTS BD-INST #137	693391559		5/12/2009	7/14/2011	327	0	235	92			0	92
76	PIMCO EMERG MKTS BD-INST #137	693391559		6/1/2009	7/14/2011	56	0	41	15			0	15
77	PIMCO HIGH YIELD FD-INST #108	693390841		3/4/2008	7/14/2011	459	0	453	6			0	6
78	PIMCO FOREIGN BD FD USD H-INST #1(	693390882		3/4/2008	4/15/2011	1,194	0	1 212	-18			0	-18
79	PIMCO FOREIGN BD FD USD H-INST #1(	693390882		6/4/2008	6/3/2011	176	0	171	5			0	5
80	PIMCO COMMODITY REAL RET STRAT-(	722005667		7/30/2008	4/15/2011	2 756	0	5 063	-2 307			0	-2,307
81	PIMCO COMMODITY REAL RET STRAT-(	722005667		12/1/2008	4/15/2011	144	0	123	21			0	21
82	PIMCO COMMODITY REAL RET STRAT-(	722005667		12/1/2008	6/3/2011	1,534	0	1,335	199			0	199
83	PIMCO COMMODITY REAL RET STRAT-(	722005667		7/15/2009	6/3/2011	343	0	242	101			0	101
84	PIMCO COMMODITY REAL RET STRAT-(	722005667		3/1/2010	6/3/2011	320	0	266	54			0	54
85	PIMCO COMMODITY REAL RET STRAT-(	722005667		3/2/2009	6/3/2011	477	0	278	199			0	199
86	PIMCO COMMODITY REAL RET STRAT-(	722005667		3/2/2009	7/14/2011	1 211	0	751	460			0	460
87	PIONEER HIGH YIELD FUND-Y #724	72369B406		7/30/2008	4/15/2011	2,098	0	1,927	171			0	171
88	PIONEER HIGH YIELD FUND-Y #724	72369B406		7/30/2008	6/3/2011	1 950	0	1,809	141			0	141
89	PIONEER HIGH YIELD FUND-Y #724	72369B406		12/1/2008	7/14/2011	542	0	317	225			0	225
90	PIONEER HIGH YIELD FUND-Y #724	72369B406		5/12/2009	7/14/2011	151	0	103	48			0	48
91	PIONEER HIGH YIELD FUND-Y #724	72369B406		9/1/2009	7/14/2011	103	0	80	23			0	23
92	PIONEER HIGH YIELD FUND-Y #724	72369B406		6/1/2009	7/14/2011	46	0	32	14			0	14
93	PIONEER HIGH YIELD FUND-Y #724	72369B406		7/30/2008	7/14/2011	93	0	87	6			0	6
94	RIDGEWORTH SEIX HY BD-I #5855	76628T645		4/19/2011	8/10/2011	161	0	161	0			0	0
95	T ROWE PRICE SHORT TERM BD FD #5	77957P105		4/19/2011	6/3/2011	745	0	742	3			0	3
96	T ROWE PRICE SHORT TERM BD FD #5	77957P105		4/19/2011	7/14/2011	389	0	388	1			0	1
97	T ROWE PRICE SHORT TERM BD FD #5	77957P105		4/19/2011	8/10/2011	813	0	810	3			0	3
98	SPDR DJ WILSHIRE INTERNATIONAL RI	78463X863		6/3/2011	8/10/2011	174	0	174	0			0	0
99	SSGA EMERGING MARKETS FD S #151(	784924425		12/1/2008	4/15/2011	1,925	0	828	1 097			0	1 097
100	SSGA EMERGING MARKETS FD S #151(	784924425		12/1/2008	6/3/2011	1 767	0	778	989			0	989
101	SSGA EMERGING MARKETS FD S #151(	784924425		12/1/2008	7/14/2011	824	0	367	457			0	457
102	TCW SMALL CAP GROWTH FUND-I #472	87234N849		12/28/2010	4/15/2011	583	0	530	53			0	53
103	TCW SMALL CAP GROWTH FUND-I #472	87234N849		12/28/2010	6/3/2011	399	0	383	16			0	16
104	TCW SMALL CAP GROWTH FUND-I #472	87234N849		12/28/2010	7/14/2011	247	0	236	11			0	11
105	TCW SMALL CAP GROWTH FUND-I #472	87234N849		12/28/2010	10/20/2011	284	0	324	-40			0	-40
106	VANGARD MSCI EMERGING MARKETS	922042858		12/28/2010	4/15/2011	346	0	329	17			0	17
107	VANGUARD MSCI EMERGING MARKETS	922042858		12/28/2010	6/3/2011	241	0	235	6			0	6
108	VANGUARD REIT VIPER	922908553		12/28/2010	4/15/2011	1 827	0	1 706	121			0	121
109	VANGUARD REIT VIPER	922908553		12/28/2010	6/3/2011	3 173	0	2,916	257			0	257
110	VANGUARD REIT VIPER	922908553		12/28/2010	7/14/2011	1 719	0	1 536	183			0	183
111	VANGUARD REIT VIPER	922908553		12/28/2010	10/20/2011	211	0	219	-8			0	-8
112	WELLS FARGO ADV INTL BOND-IS #470	94985D582		3/4/2008	4/15/2011	1,213	0	1 257	-44			0	-44
113	WELLS FARGO ADV INTL BOND-IS #470	94985D582		6/4/2008	6/3/2011	133	0	130	3			0	3
114	WELLS FARGO ADV INTL BOND-IS #470	94985D582		3/4/2008	6/3/2011	1,049	0	1,046	3			0	3
115	WELLS FARGO ADV INTL BOND-IS #470	94985D582		3/1/2010	6/3/2011	6	0	6	0			0	0
116	WELLS FARGO ADV INTL BOND-IS #470	94985D582		5/12/2009	7/14/2011	255	0	220	35			0	35

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	453
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	115 067	0	109 485	5,582	0	0	0	5 582
117	WELLS FARGO ADV INTL BOND-IS #470	94985D582		9/1/2009	7/14/2011	184	0	171	13			0	13
118	WELLS FARGO ADV INTL BOND-IS #470	94985D582		3/1/2010	7/14/2011	123	0	117	6			0	6
119	WF ADV ENDEAVOR SELECT-I #3124	949915565		7/30/2008	4/15/2011	4 517	0	4,840	-323			0	-323
120	WF ADV ENDEAVOR SELECT-I #3124	949915565		5/12/2009	6/3/2011	245	0	156	89			0	89
121	WF ADV ENDEAVOR SELECT-I #3124	949915565		7/30/2008	6/3/2011	3 863	0	4 163	-300			0	-300
122	WF ADV ENDEAVOR SELECT-I #3124	949915565		12/1/2008	6/3/2011	104	0	60	44			0	44
123	WF ADV ENDEAVOR SELECT-I #3124	949915565		12/1/2008	7/14/2011	1 783	0	1,023	760			0	760
124	WF ADV ENDEAVOR SELECT-I #3124	949915565		3/2/2009	7/14/2011	253	0	134	119			0	119

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

2,791

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	Wells Fargo Bank N A Trust T		101N Independence Mall E MACY13	Philadelphia	PA	19106-2112		TRUSTEE	4 00	2,791
2										
3										
4										
5										
6										
7										
8										
9										
10										

Part

	0	0	
	Benefits	Expense Account	Explanation
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date		Amount
1	Credit from prior year return		1	0
2	First quarter estimated tax payment		2	
3	Second quarter estimated tax payment		3	245
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	0
7	Total		7	245

990PF, PART VII-A LINE 8b - EXPLANATION OF NON-FILING WITH A G. STATEMENT

NJ DOES NOT REQUIRE 990PF IF CONTRIBUTIONS ARE LESS THAN $10,000.00

Account Name - TUA SIDNEY S HOAG MEM CTR FOR WOM
Account Number - 2519008278
EIN - 22-6020074

Security Category	Account #	CUSIP	Asset Name	Units	Fed Cost	FMV
Savings & Temp Inv	2519008278	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	4480 53	4480 53	4480 53
Savings & Temp Inv	2519008278	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	1097 94	1097 94	1097 94
					5578.47	**5578.47**

Invest - Other	2519008278	04314H204	ARTISAN INTERNATIONAL FUND #661	367 133	8558 55	7280 25
Invest - Other	2519008278	256210105	DODGE & COX INCOME FD COM #147	1115 58	13973 39	14837 25
Invest - Other	2519008278	411511504	HARBOR CAPITAL APRCTION-INST #2012	232 738	8911 64	8588 03
Invest - Other	2519008278	589509108	MERGER FD SH BEN INT #260	188 608	3052 9	2940 4
Invest - Other	2519008278	693390700	PIMCO TOTAL RET FD-INST #35	1373 18	14390 45	14926 48
Invest - Other	2519008278	693390882	PIMCO FOREIGN BD FD USD H-INST #103	442 931	4633 83	4686 21
Invest - Other	2519008278	77957P105	T ROWE PRICE SHORT TERM BD FD #55	424 742	2060	2043 01
Invest - Other	2519008278	87234N849	TCW SMALL CAP GROWTH FUND-I #4724	140 038	3979 95	3639 59
Invest - Other	2519008278	464287200	ISHARES S & P 500 INDEX FUND	45	5928 21	5668 2
Invest - Other	2519008278	51855Q655	LAUDUS MONDRIAN INTL FI-INST #2940	373 87	4501 45	4329 41
Invest - Other	2519008278	256206103	DODGE & COX INT'L STOCK FD #1048	243 15	7358 94	7109 71
Invest - Other	2519008278	552983694	MFS VALUE FUND-CLASS I #893	201 743	4790	4533 17
Invest - Other	2519008278	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	306 991	4445 58	4040
Invest - Other	2519008278	56063J302	MAINSTAY EP US EQUITY-INS #1204	351 62	4739 6	4261 63
Invest - Other	2519008278	339128100	JP MORGAN MID CAP VALUE-I #758	163 912	3792 14	3892 91
Invest - Other	2519008278	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	470 069	5766 8	5842 96
Invest - Other	2519008278	38142Y401	GOLDMAN SACHS GRTH OPP FD-I #1132	165 623	2365 88	3656 96
Invest - Other	2519008278	922908553	VANGUARD REIT VIPER	97	5349 91	5626
Invest - Other	2519008278	922042858	VANGUARD MSCI EMERGING MARKETS ETF	101	4613 46	3859 21
Invest - Other	2519008278	683974505	OPPENHEIMER DEVELOPING MKT-Y #788	133 338	4637 44	3862 8
Invest - Other	2519008278	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	154	6217 33	4901 82
Invest - Other	2519008278	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	190 276	3212	3221 37
Invest - Other	2519008278	76628T645	RIDGEWORTH SEIX HY BD-I #5855	883 305	8857 53	8311 9
Invest - Other	2519008278	22544R305	CREDIT SUISSE COMM RT ST-CO #2156	872 291	8372 62	7135 34
Invest - Other	2519008278	487300808	KEELEY SMALL CAP VAL FD CL I #2251	164 098	4002 88	3830 05
					148512.5	**143024.7**