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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 01-01-2011 , and ending 12-31-2011

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation  
RIVER BRANCH FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)  
177 4TH AVENUE N 2ND FLOOR

City or town, state, and ZIP code  
JACKSONVILLE, FL 32250

**A Employer identification number**  
22-6054887

**B Telephone number** (see page 10 of the instructions)  
(904) 396-5831

**C** If exemption application is pending, check here ☐

**D 1.** Foreign organizations, check here ☐

**2.** Foreign organizations meeting the 85% test, check here and attach computation ☐

**E** If private foundation status was terminated under section 507(b)(1)(A), check here ☐

**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

**H** Check type of organization ☒ Section 501(c)(3) exempt private foundation  
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16)  
\$ 16,668,142

**J** Accounting method ☐ Cash ☒ Accrual  
☐ Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis.)

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 page 11 of the instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule)	6,846			
	<b>2</b> Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities. . . . .	277,376	277,376		
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	-35,399			
	<b>b</b> Gross sales price for all assets on line 6a _____ 4,596,210				
	<b>7</b> Capital gain net income (from Part IV , line 2 ) . . . .		0		
	<b>8</b> Net short-term capital gain . . . . .				
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
Operating and Administrative Expenses	<b>b</b> Less Cost of goods sold . . . . .				
	<b>c</b> Gross profit or (loss) (attach schedule) . . . . .				
	<b>11</b> Other income (attach schedule) . . . . .	1,941	1,941		
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	250,764	279,317		
	<b>13</b> Compensation of officers, directors, trustees, etc	0	0		0
	<b>14</b> Other employee salaries and wages . . . . .				
	<b>15</b> Pension plans, employee benefits . . . . .				
	<b>16a</b> Legal fees (attach schedule). . . . .				
	<b>b</b> Accounting fees (attach schedule). . . . .	11,080	5,540		2,770
	<b>c</b> Other professional fees (attach schedule) . . . . .	105,423	105,423		0
	<b>17</b> Interest . . . . .				
	<b>18</b> Taxes (attach schedule) (see page 14 of the instructions)	8,965	8,965		0
	<b>19</b> Depreciation (attach schedule) and depletion . . . .				
	<b>20</b> Occupancy . . . . .				
	<b>21</b> Travel, conferences, and meetings . . . . .				
	<b>22</b> Printing and publications . . . . .				
	<b>23</b> Other expenses (attach schedule). . . . .	175	0		175
	<b>24 Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	125,643	119,928		2,945
	<b>25</b> Contributions, gifts, grants paid . . . . .	744,846			744,846
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	870,489	119,928		747,791
	<b>27</b> Subtract line 26 from line 12				
	<b>a Excess of revenue over expenses and disbursements</b>	-619,725			
	<b>b Net investment income</b> (if negative, enter -0- )		159,389		
	<b>c Adjusted net income</b> (if negative, enter -0- ) . . . .				

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 . . . . .			
	2	Savings and temporary cash investments . . . . .	529,088	514,549	514,549
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	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 . . . . .	60,093	31,311	31,311
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .	15,322,764	14,746,360	16,122,282
	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) . . . . .			
	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)	15,911,945	15,292,220	16,668,142	
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 ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds . . . . .	15,911,945	15,292,220	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	15,911,945	15,292,220	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	15,911,945	15,292,220	

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 15,911,945
2	Enter amount from Part I, line 27a . . . . .	2 -619,725
3	Other increases not included in line 2 (itemize) ▶ _____	3 0
4	Add lines 1, 2, and 3 . . . . .	4 15,292,220
5	Decreases not included in line 2 (itemize) ▶ _____	5 0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6 15,292,220

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 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)
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) 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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
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	-35,399
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	718,918	16,101,103	0 044650
2009	1,614,626	15,910,037	0 101485
2008	1,591,577	22,225,354	0 071611
2007	1,632,707	29,232,661	0 055852
2006	1,289,949	27,267,329	0 047307

2 Total of line 1, column (d). . . . .	2	0 320905
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 064181
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5. . . . .	4	17,256,157
5 Multiply line 4 by line 3. . . . .	5	1,107,517
6 Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	1,594
7 Add lines 5 and 6. . . . .	7	1,109,111
8 Enter qualifying distributions from Part XII, line 4. . . . .	8	747,791

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 VIExcise 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			
		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 type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	3,188
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	3,188
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		5	3,188
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	34,542	
b		Exempt foreign organizations—tax withheld at source . . . . .	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld . . . . .	6d		
7		Total credits and payments Add lines 6a through 6d. . . . .		7	34,542
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	31,354
11		Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 31,354	Refunded <input type="checkbox"/>	11	0

Part VII-AStatements 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? . . . . .		Yes	No
		1a		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)? . . . . .			No
	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		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? . . . . . If "Yes," attach a detailed description of the activities.	2		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? If "Yes," attach a conformed copy of the changes . . . .	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T.	5		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> FL <input type="checkbox"/> 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	Yes	
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)? If "Yes," complete Part XIV . . . . .	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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	Yes	
Website address ▶RIVERBRANCHFOUNDATION.ORG				
14	The books are in care of ▶EDWARD P SCHMITZER Telephone no ▶(904) 396-5831			
Located at ▶5011 GATE PARKWAY BLDG 100 SUITE 300 JACKSONVILLE FL ZIP +4 ▶32256				
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		Yes	No
a bank, securities, or other financial account in a foreign country? . . . . .		16		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? ( <b>Exception.</b> 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 <b>any</b> 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)? . . . Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ <input type="checkbox"/>	1b		
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? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> 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? . . . . . <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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i> ). . . . .	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 <b>any</b> 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"/>	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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No		
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		
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>		6b	No
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?		7b	

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
JENNIFER JOHNSON DUKE 177 4TH AVENUE NORTH JACKSONVILLE, FL 32250	DIRECTOR 0 00	0	0	0
JUDITH LEROUX 177 4TH AVENUE NORTH JACKSONVILLE, FL 32250	TRUSTEE 0 00	0	0	0
SIMON GREGG 177 4TH AVENUE NORTH JACKSONVILLE, FL 32250	TRUSTEE 0 00	0	0	0
JASON GREGG 177 4TH AVENUE NORTH JACKSONVILLE, FL 32250	TRUSTEE 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		
Total number of others receiving over \$50,000 for professional services. <div></div>		0

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 N/A	0
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 2	Amount
1 N/A	0
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3. <div></div>	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	17,034,605
b	Average of monthly cash balances. . . . .	1b	484,336
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	17,518,941
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	17,518,941
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions). . . . .	4	262,784
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	17,256,157
6	Minimum investment return. Enter 5% of line 5. . . . .	6	862,808

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	862,808
2a	Tax on investment income for 2011 from Part VI, line 5. . . . .	2a	3,188
b	Income tax for 2011 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	3,188
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	859,620
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	859,620
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	859,620

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	747,791
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	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	747,791
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). . . . .	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	747,791
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				859,620
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. . . . .				4,411
b	From 2007. . . . .				217,160
c	From 2008. . . . .				482,039
d	From 2009. . . . .				820,678
e	From 2010. . . . .				
f	Total of lines 3a through e. . . . .	1,524,288			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 747,791				
a	Applied to 2010, but not more than line 2a			0	
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. . . . .				747,791
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).)	111,829			111,829
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,412,459			
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. . . . .				0
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. . . . .	1,412,459			
10	Analysis of line 9				
a	Excess from 2007. . . .				109,742
b	Excess from 2008. . . .				482,039
c	Excess from 2009. . . .				820,678
d	Excess from 2010. . . .				
e	Excess from 2011. . . .				

Part XIVPrivate 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.

b

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

☐ 4942(j)(3) or ☐ 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.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 XVSupplementary 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

TRUSTEE THE RIVER BRANCH FOUNDATION  
177 4TH AVENUE NORTH  
JACKSONVILLE,FL 32250  
(904) 396-5831

b

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

WRITTEN REQUESTS ACCEPTED FROM RECOGNIZED NONPROFIT ORGANIZATIONS NO PRESCRIBED APPLICATION FORMAT

c

Any submission deadlines

NONE

d

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

ALL GRANTS ARE MADE TO ORGANIZATIONS RECOGNIZED BY IRS AS CHARITABLE ORGANIZATIONS MOST OF THESE ARE IN THE JACKSONVILLE AREA

Form 990-PF (2011)

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 See Additional Data Table				
Total . . . . .			3a	744,846
b Approved for future payment				
Total . . . . .			3b	0

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	
<b>1</b>	Program service revenue					
<b>a</b>	_____					
<b>b</b>	_____					
<b>c</b>	_____					
<b>d</b>	_____					
<b>e</b>	_____					
<b>f</b>	_____					
<b>g</b>	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments. . . . .					
<b>3</b>	Interest on savings and temporary cash investments					
<b>4</b>	Dividends and interest from securities. . . . .			14	277,376	
<b>5</b>	Net rental income or (loss) from real estate					
<b>a</b>	Debt-financed property. . . . .					
<b>b</b>	Not debt-financed property. . . . .					
<b>6</b>	Net rental income or (loss) from personal property					
<b>7</b>	Other investment income. . . . .			14	1,941	
<b>8</b>	Gain or (loss) from sales of assets other than inventory			18	-35,399	
<b>9</b>	Net income or (loss) from special events					
<b>10</b>	Gross profit or (loss) from sales of inventory. . . . .					
<b>11</b>	Other revenue <b>a</b> _____					
<b>b</b>	_____					
<b>c</b>	_____					
<b>d</b>	_____					
<b>e</b>	_____					
<b>12</b>	Subtotal. Add columns (b), (d), and (e). . . . .		0		243,918	0
<b>13</b>	<b>Total.</b> Add line 12, columns (b), (d), and (e). . . . .			<b>13</b>		<b>243,918</b>

[illegible]

## Part XVII

**1**

(a)

**2.**

1

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4.

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury  
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2011

Name of organization RIVER BRANCH FOUNDATION	Employer identification number 22-6054887
---	--

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<div><input type="checkbox"/> 501(c)( ) (enter number) organization</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation</div> <div><input type="checkbox"/> 527 political organization</div>
Form 990-PF	<div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div> <div><input type="checkbox"/> 501(c)(3) taxable private foundation</div>

Check if your organization is covered by the **General Rule** or a **Special Rule**.  
**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule—

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33<sup>1</sup>/<sub>3</sub>% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. . . . . ▶ \$ \_\_\_\_\_

**Caution.** An Organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2 of its Form 990, or check the box in the heading of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

<b>Name of organization</b> RIVER BRANCH FOUNDATION	<b>Employer identification number</b> 22-6054887
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Part I

Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JENNIFER JOHNSON DUKE 177 4TH AVENUE N 2ND FLOOR  JACKSONVILLE BEACH, FL 322507016	\$ 6,846	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/>  (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )

Name of organization RIVER BRANCH FOUNDATION	Employer identification number 22-6054887
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<div>Part II</div> <div>Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed</div>			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	LEGAL FEES PAID RELATED TO NASSAU COUNTY, FL CONSERVATION EASEMENT	\$ 6,846	2011-08-29
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

<b>Name of organization</b> RIVER BRANCH FOUNDATION	<b>Employer identification number</b> 22-6054887
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Part III

**Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year.** (Complete columns (a) through (e) and the following line entry )

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions ) ➤ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	

**Additional Data**

**Software ID:**  
**Software Version:**  
**EIN:** 22-6054887  
**Name:** RIVER BRANCH 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 )
11 SHS APPLE INC	P	2011-08-31	2011-12-21
12 SHS APPLE INC	P	2011-02-15	2011-12-21
200 SHS ADOBE SYSTEMS INC	P	2010-11-24	2011-12-21
600 SHS ANALOG DEVICES	P	2010-01-07	2011-06-01
136 SHS ANALOG DEVICES	P	2011-08-31	2011-12-21
145 SHS ANALOG DEVICES	P	2010-01-07	2011-12-21
17 SHS AMAZON COM INC	P	2011-08-31	2011-09-26
59 SHS AMAZON COM INC	P	2011-03-02	2011-09-26
32 SHS AMAZON COM INC	P	2011-03-02	2011-12-21
52 SHS AIR PRODUCTS & CHEMICALS	P	2011-08-31	2011-12-21
56 SHS AIR PRODUCTS & CHEMICALS	P	2010-01-07	2011-12-21
1200 SHS AVON PRODS INC	P	2010-01-07	2011-02-15
600 SHS AVON PRODS INC	P	2010-01-07	2011-02-16
2170 SHS AVON PRODS INC	P	2010-01-07	2011-02-17
102 SHS AMERICAN EXPRESS	P	2011-08-31	2011-12-21
109 SHS AMERICAN EXPRESS	P	2010-01-07	2011-12-21
42 SHS BECTON DICKINSON & CO	P	2011-08-31	2011-12-21
45 SHS BECTON DICKINSON & CO	P	2010-01-07	2011-12-21
787 SHS BAKER HUGHES INC	P	2010-01-07	2011-04-26
300 SHS BAKER HUGHES INC	P	2010-01-07	2011-06-01
378 SHS BAKER HUGHES INC	P	2010-01-07	2011-06-24
418 SHS BAKER HUGHES INC	P	2010-01-07	2011-06-27
399 SHS CATERPILLAR INC	P	2010-01-07	2011-01-10
47 SHS CATERPILLAR INC	P	2011-08-31	2011-12-19
366 SHS CATERPILLAR INC	P	2010-01-07	2011-12-19
77 SHS CATERPILLAR INC	P	2010-01-07	2011-12-21
62 SHS CARNIVAL CORP CL A	P	2011-08-31	2011-12-21
67 SHS CARNIVAL CORP CL A	P	2010-01-07	2011-12-21
1000 SHS COMCAST CORP NEW CL A	P	2010-01-07	2011-06-29
203 SHS COMCAST CORP NEW CL A	P	2011-08-31	2011-12-21

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 )
217 SHS COMCAST CORP NEW CL A	P	2010-01-07	2011-12-21
442 SHS CANADIAN NAT RES LTD	P	2010-01-07	2011-05-09
449 SHS CANADIAN NAT RES LTD	P	2010-01-07	2011-05-10
902 SHS CANADIAN NAT RES LTD	P	2010-01-07	2011-06-01
44 SHS CANADIAN NAT RES LTD	P	2011-08-31	2011-12-21
48 SHS CANADIAN NAT RES LTD	P	2010-01-07	2011-12-21
300 SHS COSTCO WHSL CORP NEW	P	2010-01-07	2011-06-01
369 SHS COSTCO WHSL CORP NEW	P	2010-01-07	2011-06-24
325 SHS COSTCO WHSL CORP NEW	P	2010-01-07	2011-06-27
47 SHS COSTCO WHSL CORP NEW	P	2011-08-31	2011-12-21
51 SHS COSTCO WHSL CORP NEW	P	2010-01-07	2011-12-21
592 SHS CISCO SYSTEMS INC	P	2010-01-07	2011-12-21
160 SHS DISNEY (WALT) HOLDING CO	P	2011-08-31	2011-12-21
86 SHS EMERSON ELECTRIC CO	P	2011-08-31	2011-12-21
93 SHS EMERSON ELECTRIC CO	P	2010-01-07	2011-12-21
50 SHS EOG RES INC	P	2010-01-07	2011-12-21
151 SHS EXELON CORP	P	2010-01-07	2011-12-21
108 SHS FEDEX CORP	P	2010-11-22	2011-12-21
20 SHS GOOGLE INC	P	2010-01-07	2011-12-21
31 SHS GOLDMAN SACHS GROUP	P	2010-01-07	2011-12-21
262 SHS W W GRAINGER INC	P	2010-01-07	2011-04-26
41 SHS W W GRAINGER INC	P	2011-08-31	2011-12-21
44 SHS W W GRAINGER INC	P	2010-01-07	2011-12-21
203 SHS INTERNATIONAL BUS MACHINES	P	2010-01-07	2011-08-30
46 SHS INTERNATIONAL BUS MACHINES	P	2010-01-07	2011-12-21
62 SHS JOHNSON & JOHNSON	P	2011-08-31	2011-12-21
69 SHS JOHNSON & JOHNSON	P	2010-01-07	2011-12-21
506 SHS COCA-COLA COMPANY	P	2010-01-07	2011-08-30
128 SHS COCA-COLA COMPANY	P	2010-01-07	2011-12-21
2150 SHS MEDTRONIC INC	P	2010-01-07	2011-03-02

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 )
987 SHS MEDTRONIC INC	P	2010-01-07	2011-03-03
91 SHS 3M CO	P	2010-09-17	2011-12-21
501 SHS MONSANTO CO NEW COM	P	2010-01-07	2011-08-30
132 SHS MONSANTO CO NEW COM	P	2010-01-07	2011-12-21
421 SHS MICROSOFT CORP	P	2010-01-07	2011-12-21
74 SHS M&T BANK CORP	P	2011-01-11	2011-12-21
627 SHS NESTLE SA	P	2010-01-07	2011-06-01
553 SHS NESTLE SA	P	2010-01-07	2011-08-23
128 SHS NESTLE SA	P	2011-08-31	2011-12-21
138 SHS NESTLE SA	P	2010-01-07	2011-12-21
755 SHS NOVARTIS ADR	P	2010-01-07	2011-06-21
67 SHS NOVARTIS ADR	P	2011-08-31	2011-12-21
73 SHS NOVARTIS ADR	P	2010-01-07	2011-12-21
107 SHS OCCIDENTAL PETROLEUM	P	2011-05-09	2011-12-21
66 SHS PEPSICO INC	P	2011-08-31	2011-12-21
71 SHS PEPSICO INC	P	2010-01-07	2011-12-21
62 SHS PROCTER & GAMBLE CO	P	2011-08-31	2011-12-21
67 SHS PROCTER & GAMBLE CO	P	2010-01-07	2011-12-21
1000 SHS PROGRESSIVE CORP OHIO	P	2010-01-07	2011-06-01
237 SHS PROGRESSIVE CORP OHIO	P	2011-08-31	2011-12-21
254 SHS PROGRESSIVE CORP OHIO	P	2010-01-07	2011-12-21
581 SHS PHILIP MORRIS INTL INC	P	2010-01-07	2011-08-30
1618 SHS PHILIP MORRIS INTL INC	P	2010-01-07	2011-08-31
673 SHS QUALCOMM INC	P	2010-01-07	2011-06-01
57 SHS QUALCOMM INC	P	2011-08-31	2011-12-21
62 SHS QUALCOMM INC	P	2010-01-07	2011-12-21
81 SHS ROCHE HOLDINGS LTD SPONS ADR	P	2011-08-31	2011-12-21
88 SHS ROCHE HOLDINGS LTD SPONS ADR	P	2011-06-28	2011-12-21
364 SHS STAPLES INC	P	2011-06-01	2011-12-21
174 SHS SOUTHWESTERN ENERGY	P	2011-05-02	2011-12-21

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 )
134 SHS SYSCO CORP	P	2011-08-31	2011-12-21
144 SHS SYSCO CORP	P	2010-01-07	2011-12-21
577 SHS TIFFANY & CO	P	2010-01-07	2011-04-26
45 SHS TIFFANY & CO	P	2011-08-31	2011-12-21
49 SHS TIFFANY & CO	P	2010-01-07	2011-12-21
95 SHS TEXAS INSTRUMENTS INC	P	2011-08-31	2011-12-21
101 SHS TEXAS INSTRUMENTS INC	P	2010-06-29	2011-12-21
376 SHS UNION PACIFIC CORP	P	2010-01-07	2011-06-01
40 SHS UNION PACIFIC CORP	P	2011-08-31	2011-12-21
43 SHS UNION PACIFIC CORP	P	2010-01-07	2011-12-21
293 SHS US BANCORP	P	2011-06-28	2011-12-21
245 SHS UTI WORLDWIDE INC	P	2010-01-07	2011-12-21
308 SHS WELLS FARGO & CO NEW	P	2010-01-07	2011-12-21
1286 SHS WAL-MART STORES INC	P	2010-01-07	2011-06-27
1094 SHS WAL-MART STORES INC	P	2010-01-07	2011-06-28
39 SHS EXXON MOBIL CORP	P	2011-08-31	2011-12-21
42 SHS EXXON MOBIL CORP	P	2010-08-27	2011-12-21
600 SHS BED BATH & BEYOND INC	P	2006-04-25	2011-11-03
1500 SHS BROWN & BROWN INC	P	2005-08-29	2011-02-16
650 SHS DONALDSON COMPANY INC	P	2008-10-28	2011-01-06
400 SHS DONALDSON COMPANY INC	P	2008-10-28	2011-11-11
2875 SHS DIGITAL RIVER INC	P	2010-02-10	2011-08-19
775 SHS JOHNSON & JOHNSON	P	2008-01-24	2011-08-10
1000 SHS JOHN WILEY SONS CL A	P	2006-06-19	2011-06-06
700 SHS MEDNAX INC	P	2008-10-02	2011-02-07
4325 SHS VCA ANTECH INC	P	2011-07-26	2011-08-12
2237 754 SHS LONGLEAF PARTNERS INTERNATIONAL	P	2007-11-07	2011-12-19
58 006 SHS LONGLEAF PARTNERS INTERNATIONAL	P	2007-11-07	2011-12-19
43 88 SHS LONGLEAF PARTNERS INTERNATIONAL	P	2006-12-27	2011-12-19
5794 471 SHS LONGLEAF PARTNERS INTERNATIONAL	P	2006-04-27	2011-12-19

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 )
21879 158 SHS LONGLEAF PARTNERS INTERNATIONAL	P	2006-03-21	2011-12-19
3821 275 SHS LONGLEAF PARTNERS INTERNATIONAL	P	2006-11-08	2011-12-19
98 22 SHS LONGLEAF PARTNERS INTERNATIONAL	P	2006-11-08	2011-12-19
19405 933 SHS LONGLEAF PARTNERS INTERNATIONAL	P	2006-02-21	2011-12-19
713 189 SHS LONGLEAF PARTNERS INTERNATIONAL	P	2010-12-29	2011-12-19
538 654 SHS LONGLEAF PARTNERS INTERNATIONAL	P	2011-11-08	2011-12-19
333 575 SHS LONGLEAF PARTNERS INTERNATIONAL	P	2008-12-30	2011-12-19
2182 788 SHS LONGLEAF PARTNERS INTERNATIONAL	P	2008-11-06	2011-12-19
1875 662 SHS LONGLEAF PARTNERS INTERNATIONAL	P	2008-11-06	2011-12-19
306 076 SHS VANGUARD SHORT-TERM INVESTMENT GRADE FUND	P	2010-10-29	2011-07-27
302 637 SHS VANGUARD SHORT-TERM INVESTMENT GRADE FUND	P	2010-09-30	2011-07-27
312 144 SHS VANGUARD SHORT-TERM INVESTMENT GRADE FUND	P	2010-08-31	2011-07-27
288 674 SHS VANGUARD SHORT-TERM INVESTMENT GRADE FUND	P	2010-11-30	2011-07-27
356 901 SHS VANGUARD SHORT-TERM INVESTMENT GRADE FUND	P	2010-07-30	2011-07-27
293 717 SHS VANGUARD SHORT-TERM INVESTMENT GRADE FUND	P	2011-01-31	2011-07-27
271 089 SHS VANGUARD SHORT-TERM INVESTMENT GRADE FUND	P	2011-05-31	2011-07-27
257 991 SHS VANGUARD SHORT-TERM INVESTMENT GRADE FUND	P	2011-02-28	2011-07-27
270 713 SHS VANGUARD SHORT-TERM INVESTMENT GRADE FUND	P	2011-04-29	2011-07-27
293 174 SHS VANGUARD SHORT-TERM INVESTMENT GRADE FUND	P	2010-12-31	2011-07-27
63 165 SHS VANGUARD SHORT-TERM INVESTMENT GRADE FUND	P	2010-12-30	2011-07-27
308 033 SHS VANGUARD SHORT-TERM INVESTMENT GRADE FUND	P	2011-03-22	2011-07-27
106 219 SHS VANGUARD SHORT-TERM INVESTMENT GRADE FUND	P	2011-03-22	2011-07-27
258 624 SHS VANGUARD SHORT-TERM INVESTMENT GRADE FUND	P	2011-06-30	2011-07-27
279 189 SHS VANGUARD SHORT-TERM INVESTMENT GRADE FUND	P	2011-03-31	2011-07-27
213 81 SHS VANGUARD SHORT-TERM INVESTMENT GRADE FUND	P	2010-01-12	2011-07-27
30 SHS APPLE INC	P	2010-08-20	2011-01-18
20 SHS APPLE INC	P	2009-04-16	2011-01-18
40 SHS APPLE INC	P	2011-02-11	2011-07-01
20 SHS APPLE INC	P	2011-02-11	2011-07-27
20 SHS APPLE INC	P	2011-03-02	2011-07-27

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 )
10 SHS APPLE INC	P	2011-03-02	2011-08-18
20 SHS APPLE INC	P	2011-06-20	2011-08-18
30 SHS APPLE INC	P	2011-06-20	2011-09-23
40 SHS APPLE INC	P	2011-10-06	2011-10-19
30 SHS APPLE INC	P	2009-04-16	2011-10-19
300 SHS ACCENTURE LTD CL A	P	2011-03-04	2011-06-17
200 SHS ACCENTURE LTD CL A	P	2010-12-17	2011-06-17
200 SHS ACCENTURE LTD CL A	P	2010-12-17	2011-07-11
200 SHS ACCENTURE LTD CL A	P	2011-10-04	2011-12-15
200 SHS ACCENTURE LTD CL A	P	2011-01-19	2011-12-19
200 SHS ACCENTURE LTD CL A	P	2010-10-20	2011-12-19
200 SHS ALLERGAN INC	P	2010-04-30	2011-04-28
160 SHS APACHE CORP	P	2011-01-26	2011-06-03
40 SHS APACHE CORP	P	2010-12-27	2011-06-03
60 SHS APACHE CORP	P	2010-12-27	2011-09-14
150 SHS APACHE CORP	P	2010-12-13	2011-09-14
150 SHS APACHE CORP	P	2011-01-27	2011-09-14
250 SHS APACHE CORP	P	2010-12-06	2011-09-14
300 SHS BROADCOM CORPORATION	P	2010-11-04	2011-02-02
400 SHS BROADCOM CORPORATION	P	2010-09-09	2011-04-27
200 SHS BROADCOM CORPORATION	P	2010-08-27	2011-04-27
200 SHS BROADCOM CORPORATION	P	2010-08-27	2011-05-11
700 SHS BROADCOM CORPORATION	P	2010-05-19	2011-05-11
70 SHS CAMERON INTL CORP	P	2010-11-17	2011-02-03
200 SHS CAMERON INTL CORP	P	2010-07-23	2011-02-03
100 SHS CAMERON INTL CORP	P	2010-07-23	2011-04-11
100 SHS CAMERON INTL CORP	P	2009-12-07	2011-04-11
400 SHS CAMERON INTL CORP	P	2009-12-07	2011-06-02
200 SHS CARNIVAL CORP CL A	P	2011-01-24	2011-03-01
300 SHS CARNIVAL CORP CL A	P	2010-10-26	2011-03-01

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 )
100 SHS CARNIVAL CORP CL A	P	2010-10-26	2011-03-11
200 SHS CARNIVAL CORP CL A	P	2010-10-20	2011-03-11
200 SHS CARNIVAL CORP CL A	P	2010-10-20	2011-03-23
300 SHS CARNIVAL CORP CL A	P	2010-10-06	2011-03-23
400 SHS CARNIVAL CORP CL A	P	2010-10-06	2011-03-30
400 SHS COACH INC	P	2011-01-06	2011-03-18
200 SHS COACH INC	P	2011-06-16	2011-08-11
200 SHS COACH INC	P	2011-01-06	2011-08-11
300 SHS COACH INC	P	2011-01-25	2011-08-18
240 SHS COSTCO WHSL CORP NEW	P	2009-12-07	2011-01-03
200 SHS COSTCO WHSL CORP NEW	P	2009-12-07	2011-05-05
300 SHS COSTCO WHSL CORP NEW	P	2009-12-07	2011-06-02
400 SHS DISNEY (WALT) HOLDING CO	P	2011-02-24	2011-05-11
200 SHS DISNEY (WALT) HOLDING CO	P	2011-03-23	2011-05-11
200 SHS DISNEY (WALT) HOLDING CO	P	2011-03-23	2011-06-02
400 SHS DISNEY (WALT) HOLDING CO	P	2010-11-16	2011-06-02
500 SHS DISNEY (WALT) HOLDING CO	P	2009-12-07	2011-07-29
900 SHS DISNEY (WALT) HOLDING CO	P	2009-12-07	2011-08-10
400 SHS DISNEY (WALT) HOLDING CO	P	2010-01-12	2011-08-10
370 SHS EMERSON ELECTRIC CO	P	2010-08-30	2011-02-28
30 SHS EMERSON ELECTRIC CO	P	2010-08-30	2011-12-23
300 SHS EMERSON ELECTRIC CO	P	2011-08-11	2011-12-23
70 SHS EMERSON ELECTRIC CO	P	2010-02-04	2011-12-23
260 SHS FLUOR CORP NEW DEL COM	P	2010-07-27	2011-01-05
40 SHS FLUOR CORP NEW DEL COM	P	2010-07-27	2011-04-13
160 SHS FLUOR CORP NEW DEL COM	P	2009-12-16	2011-04-13
140 SHS FLUOR CORP NEW DEL COM	P	2009-12-16	2011-07-01
160 SHS FLUOR CORP NEW DEL COM	P	2009-12-07	2011-07-01
300 SHS FLUOR CORP NEW DEL COM	P	2009-12-07	2011-10-18
1500 SHS GENERAL ELECTRIC CO	P	2011-04-18	2011-08-11

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 )
1000 SHS GENERAL ELECTRIC CO	P	2011-04-18	2011-08-18
900 SHS GENERAL ELECTRIC CO	P	2011-06-07	2011-08-18
30 SHS GOOGLE INC	P	2009-12-07	2011-06-27
30 SHS GOOGLE INC	P	2009-12-07	2011-08-18
300 SHS HALLIBURTONCO HOLDING CO FRMLY HALLIBURTON	P	2010-12-07	2011-04-11
400 SHS HALLIBURTONCO HOLDING CO FRMLY HALLIBURTON	P	2011-06-02	2011-10-18
200 SHS HALLIBURTONCO HOLDING CO FRMLY HALLIBURTON	P	2011-05-24	2011-10-18
900 SHS JUNIPER NETWORKS	P	2009-12-07	2011-01-20
380 SHS JPMORGAN CHASE & CO	P	2011-01-28	2011-04-18
220 SHS JPMORGAN CHASE & CO	P	2011-01-05	2011-04-18
180 SHS JPMORGAN CHASE & CO	P	2011-01-05	2011-05-24
520 SHS JPMORGAN CHASE & CO	P	2008-09-23	2011-05-24
400 SHS JPMORGAN CHASE & CO	P	2008-09-23	2011-07-01
330 SHS JPMORGAN CHASE & CO	P	2008-09-23	2011-11-29
170 SHS JPMORGAN CHASE & CO	P	2009-12-15	2011-11-29
230 SHS JPMORGAN CHASE & CO	P	2009-12-15	2011-12-19
400 SHS JPMORGAN CHASE & CO	P	2010-07-15	2011-12-19
400 SHS JPMORGAN CHASE & CO	P	2011-10-04	2011-12-19
180 SHS MCDONALDS CORP	P	2009-12-07	2011-01-07
200 SHS MCDONALDS CORP	P	2011-02-11	2011-09-09
100 SHS MCDONALDS CORP	P	2011-02-11	2011-12-27
300 SHS MERCK CO INC NEW	P	2010-01-20	2011-01-14
1400 SHS MERCK CO INC NEW	P	2009-12-07	2011-01-14
1400 SHS MERCK CO INC NEW	P	2009-12-07	2011-01-24
400 SHS MERCK CO INC NEW	P	2010-05-14	2011-01-24
200 SHS NIKE INC CL B	P	2011-03-23	2011-06-02
180 SHS NIKE INC CL B	P	2010-06-29	2011-07-11
20 SHS NIKE INC CL B	P	2009-12-07	2011-07-11
400 SHS OMNICOM GROUP INC	P	2011-03-30	2011-12-14
400 SHS ORACLE CORPORATION	P	2011-03-03	2011-07-12

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 )
100 SHS ORACLE CORPORATION	P	2011-01-21	2011-07-12
300 SHS ORACLE CORPORATION	P	2011-01-21	2011-12-21
300 SHS ORACLE CORPORATION	P	2010-12-17	2011-12-21
600 SHS ORACLE CORPORATION	P	2011-01-05	2011-12-21
500 SHS ORACLE CORPORATION	P	2010-12-10	2011-12-21
300 SHS ORACLE CORPORATION	P	2010-12-07	2011-12-21
150 SHS OCCIDENTAL PETROLEUM	P	2009-12-07	2011-01-10
100 SHS OCCIDENTAL PETROLEUM	P	2009-12-07	2011-04-11
100 SHS OCCIDENTAL PETROLEUM	P	2011-05-24	2011-07-11
200 SHS OCCIDENTAL PETROLEUM	P	2009-12-07	2011-08-29
480 SHS PEPSICO INC	P	2009-12-07	2011-02-10
200 SHS PEPSICO INC	P	2011-04-28	2011-07-21
300 SHS PROCTER & GAMBLE CO	P	2010-12-17	2011-03-18
80 SHS PROCTER & GAMBLE CO	P	2010-10-27	2011-03-18
300 SHS QUALCOMM INC	P	2010-11-04	2011-07-12
300 SHS QUALCOMM INC	P	2010-11-08	2011-08-01
180 SHS SCHLUMBERGER LTD	P	2010-11-23	2011-02-01
50 SHS SCHLUMBERGER LTD	P	2010-11-23	2011-04-11
150 SHS SCHLUMBERGER LTD	P	2010-10-07	2011-04-11
100 SHS SCHLUMBERGER LTD	P	2010-10-07	2011-07-29
50 SHS SCHLUMBERGER LTD	P	2010-10-07	2011-08-26
150 SHS SCHLUMBERGER LTD	P	2009-12-07	2011-08-26
200 SHS STRYKER CORP COM	P	2010-03-24	2011-04-06
100 SHS STRYKER CORP COM	P	2010-05-06	2011-04-06
400 SHS TJX COS INC COM NEW	P	2009-12-07	2011-01-05
400 SHS TJX COS INC COM NEW	P	2011-02-25	2011-06-14
200 SHS UNITED PARCEL SERVICE INC CL B	P	2011-02-07	2011-05-16
230 SHS UNITED PARCEL SERVICE INC CL B	P	2011-01-18	2011-06-17
70 SHS UNITED PARCEL SERVICE INC CL B	P	2011-03-22	2011-06-17
130 SHS UNITED PARCEL SERVICE INC CL B	P	2011-03-22	2011-09-06

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 )
70 SHS UNITED PARCEL SERVICE INC CL B	P	2011-03-02	2011-09-06
900 SHS WALGREEN CO	P	2011-05-12	2011-08-11
200 SHS WALGREEN CO	P	2011-05-12	2011-08-24
200 SHS WALGREEN CO	P	2011-05-23	2011-08-24
200 SHS WALGREEN CO	P	2011-05-23	2011-09-29
400 SHS WALGREEN CO	P	2011-06-06	2011-09-29
250 SHS WAL-MART STORES INC	P	2009-12-07	2011-01-05
300 SHS WAL-MART STORES INC	P	2010-06-28	2011-01-05
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)
4,325		4,245	80
4,717		4,308	409
5,561		5,732	-171
24,113		18,782	5,331
4,706		4,529	177
5,017		4,539	478
3,843		3,651	192
13,337		10,109	3,228
5,522		5,483	39
4,350		4,301	49
4,684		4,553	131
34,075		37,435	-3,360
17,022		18,718	-1,696
60,673		67,695	-7,022
4,809		5,092	-283
5,139		4,581	558
3,075		3,457	-382
3,295		3,501	-206
57,802		36,391	21,411
21,770		13,872	7,898
25,861		17,479	8,382
28,462		19,329	9,133
37,273		23,809	13,464
4,116		4,327	-211
32,050		21,839	10,211
6,980		4,595	2,385
2,025		2,077	-52
2,188		2,155	33
25,005		16,993	8,012
4,754		4,392	362

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)
5,082		3,687	1,395
19,319		15,900	3,419
19,458		16,152	3,306
38,147		32,447	5,700
1,547		1,682	-135
1,688		1,727	-39
24,346		17,888	6,458
29,285		22,003	7,282
25,818		19,379	6,439
3,920		3,720	200
4,254		3,041	1,213
10,548		14,523	-3,975
5,745		5,447	298
4,032		4,060	-28
4,360		4,078	282
4,860		4,926	-66
6,488		7,343	-855
9,021		9,423	-402
12,425		11,871	554
2,800		5,504	-2,704
39,131		25,814	13,317
7,653		6,335	1,318
8,213		4,335	3,878
35,111		26,298	8,813
8,250		5,959	2,291
4,011		4,106	-95
4,463		4,417	46
35,406		28,456	6,950
8,885		7,198	1,687
83,003		98,422	-15,419

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)
38,610		45,183	-6,573
7,226		7,811	-585
34,860		43,098	-8,238
9,245		11,355	-2,110
10,761		12,833	-2,072
5,566		6,458	-892
40,618		29,478	11,140
34,477		25,999	8,478
7,194		7,978	-784
7,756		6,488	1,268
45,599		39,220	6,379
3,755		3,955	-200
4,091		3,792	299
9,895		11,563	-1,668
4,347		4,288	59
4,677		4,331	346
4,076		3,980	96
4,405		4,061	344
21,215		17,583	3,632
4,456		4,587	-131
4,776		4,466	310
40,766		28,830	11,936
113,140		80,287	32,853
38,964		32,991	5,973
3,023		2,956	67
3,288		3,039	249
3,372		3,581	-209
3,664		3,673	-9
5,071		6,065	-994
5,595		7,652	-2,057

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)
3,874		3,789	85
4,163		4,046	117
38,463		27,095	11,368
2,870		3,249	-379
3,125		2,301	824
2,689		2,537	152
2,858		2,418	440
38,650		24,738	13,912
4,060		3,724	336
4,365		2,829	1,536
7,821		7,263	558
3,177		3,603	-426
8,165		8,977	-812
67,345		68,955	-1,610
57,189		58,660	-1,471
3,221		2,903	318
3,469		2,488	981
36,859		22,784	14,075
39,409		34,767	4,642
37,712		18,730	18,982
26,917		11,526	15,391
55,863		69,267	-13,404
46,783		49,291	-2,508
50,323		33,096	17,227
43,082		32,053	11,029
71,943		88,657	-16,714
25,867		45,337	-19,470
671		1,175	-504
507		831	-324
66,979		108,000	-41,021

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)
252,905		400,000	-147,095
44,171		69,700	-25,529
1,135		1,792	-657
224,316		344,884	-120,568
8,244		10,969	-2,725
6,226		7,013	-787
3,856		3,649	207
25,231		22,592	2,639
21,681		19,413	2,268
3,290		3,336	-46
3,253		3,290	-37
3,355		3,387	-32
3,103		3,126	-23
3,836		3,858	-22
3,157		3,172	-15
2,914		2,928	-14
2,773		2,784	-11
2,910		2,918	-8
3,151		3,157	-6
679		680	-1
3,311		3,311	0
1,142		1,142	0
2,780		2,780	0
3,001		2,993	8
2,298		2,280	18
10,133		7,506	2,627
6,755		2,409	4,346
13,508		14,299	-791
7,906		7,150	756
7,906		7,063	843

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)
3,676		3,532	144
7,351		6,297	1,054
12,119		9,446	2,673
16,314		15,320	994
12,236		3,614	8,622
16,162		15,836	326
10,775		10,056	719
12,341		10,056	2,285
11,235		10,519	716
10,717		10,015	702
10,717		9,120	1,597
15,862		12,648	3,214
19,060		19,529	-469
4,765		4,725	40
5,614		7,088	-1,474
14,034		17,631	-3,597
14,034		17,576	-3,542
23,390		28,964	-5,574
12,891		12,684	207
14,283		13,701	582
7,142		6,622	520
6,758		6,622	136
23,653		22,521	1,132
3,883		3,111	772
11,095		7,579	3,516
5,414		3,790	1,624
5,414		3,777	1,637
18,545		15,110	3,435
8,030		9,236	-1,206
12,046		12,982	-936

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)
4,003		4,327	-324
8,007		7,952	55
7,811		7,952	-141
11,717		11,848	-131
15,360		15,798	-438
20,495		21,166	-671
10,598		11,711	-1,113
10,598		10,583	15
14,538		15,809	-1,271
17,405		14,233	3,172
16,107		11,860	4,247
23,717		17,791	5,926
16,490		16,964	-474
8,245		8,462	-217
8,030		8,462	-432
16,059		14,757	1,302
19,412		15,557	3,855
28,743		28,003	740
12,775		12,401	374
21,992		17,272	4,720
1,371		1,400	-29
13,709		13,770	-61
3,199		3,173	26
17,001		12,760	4,241
2,716		1,963	753
10,865		6,925	3,940
8,994		6,059	2,935
10,279		6,835	3,444
15,942		12,815	3,127
23,022		29,905	-6,883

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
15,427		19,937	-4,510
13,884		16,730	-2,846
14,360		17,642	-3,282
15,341		17,642	-2,301
14,202		12,299	1,903
13,665		20,177	-6,512
6,832		9,541	-2,709
31,491		24,689	6,802
16,688		16,998	-310
9,662		9,830	-168
7,648		8,043	-395
22,094		21,203	891
16,539		16,310	229
9,531		13,456	-3,925
4,910		6,923	-2,013
7,112		9,366	-2,254
12,368		16,033	-3,665
12,368		11,505	863
13,347		11,198	2,149
16,993		15,221	1,772
10,057		7,611	2,446
10,308		12,087	-1,779
48,103		51,692	-3,589
47,303		51,692	-4,389
13,515		13,162	353
16,240		15,485	755
16,527		12,191	4,336
1,836		1,297	539
16,896		19,538	-2,642
13,053		13,203	-150

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)
3,263		3,268	-5
7,716		9,804	-2,088
7,716		9,598	-1,882
15,433		18,736	-3,303
12,861		14,904	-2,043
7,716		8,737	-1,021
14,338		11,796	2,542
10,020		7,864	2,156
10,173		10,209	-36
16,491		15,727	764
30,285		30,914	-629
13,037		13,969	-932
18,155		19,485	-1,330
4,841		5,033	-192
17,136		14,524	2,612
16,125		14,412	1,713
16,124		13,371	2,753
4,425		3,714	711
13,274		9,408	3,866
9,065		6,272	2,793
3,719		3,136	583
11,158		9,264	1,894
12,089		11,551	538
6,045		5,695	350
17,088		14,821	2,267
19,883		20,129	-246
14,799		14,861	-62
15,976		16,801	-825
4,862		5,069	-207
8,309		9,414	-1,105

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)
4,474		5,058	-584
31,128		40,262	-9,134
6,879		8,947	-2,068
6,878		8,912	-2,034
6,408		8,912	-2,504
12,817		17,208	-4,391
13,608		13,677	-69
16,330		14,865	1,465
32,859			32,859

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			(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	
			80
			409
			-171
			5,331
			177
			478
			192
			3,228
			39
			49
			131
			-3,360
			-1,696
			-7,022
			-283
			558
			-382
			-206
			21,411
			7,898
			8,382
			9,133
			13,464
			-211
			10,211
			2,385
			-52
			33
			8,012
			362

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			(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	
			1,395
			3,419
			3,306
			5,700
			-135
			-39
			6,458
			7,282
			6,439
			200
			1,213
			-3,975
			298
			-28
			282
			-66
			-855
			-402
			554
			-2,704
			13,317
			1,318
			3,878
			8,813
			2,291
			-95
			46
			6,950
			1,687
			-15,419

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			(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	
			-6,573
			-585
			-8,238
			-2,110
			-2,072
			-892
			11,140
			8,478
			-784
			1,268
			6,379
			-200
			299
			-1,668
			59
			346
			96
			344
			3,632
			-131
			310
			11,936
			32,853
			5,973
			67
			249
			-209
			-9
			-994
			-2,057

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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			85
			117
			11,368
			-379
			824
			152
			440
			13,912
			336
			1,536
			558
			-426
			-812
			-1,610
			-1,471
			318
			981
			14,075
			4,642
			18,982
			15,391
			-13,404
			-2,508
			17,227
			11,029
			-16,714
			-19,470
			-504
			-324
			-41,021

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			(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	
			-147,095
			-25,529
			-657
			-120,568
			-2,725
			-787
			207
			2,639
			2,268
			-46
			-37
			-32
			-23
			-22
			-15
			-14
			-11
			-8
			-6
			-1
			0
			0
			0
			8
			18
			2,627
			4,346
			-791
			756
			843

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			(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	
			144
			1,054
			2,673
			994
			8,622
			326
			719
			2,285
			716
			702
			1,597
			3,214
			-469
			40
			-1,474
			-3,597
			-3,542
			-5,574
			207
			582
			520
			136
			1,132
			772
			3,516
			1,624
			1,637
			3,435
			-1,206
			-936

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			(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	
			-324
			55
			-141
			-131
			-438
			-671
			-1,113
			15
			-1,271
			3,172
			4,247
			5,926
			-474
			-217
			-432
			1,302
			3,855
			740
			374
			4,720
			-29
			-61
			26
			4,241
			753
			3,940
			2,935
			3,444
			3,127
			-6,883

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			(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	
			-4,510
			-2,846
			-3,282
			-2,301
			1,903
			-6,512
			-2,709
			6,802
			-310
			-168
			-395
			891
			229
			-3,925
			-2,013
			-2,254
			-3,665
			863
			2,149
			1,772
			2,446
			-1,779
			-3,589
			-4,389
			353
			755
			4,336
			539
			-2,642
			-150

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			(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	
			-5
			-2,088
			-1,882
			-3,303
			-2,043
			-1,021
			2,542
			2,156
			-36
			764
			-629
			-932
			-1,330
			-192
			2,612
			1,713
			2,753
			711
			3,866
			2,793
			583
			1,894
			538
			350
			2,267
			-246
			-62
			-825
			-207
			-1,105

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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			-584
			-9,134
			-2,068
			-2,034
			-2,504
			-4,391
			-69
			1,465
			32,859

Form 990PF Part XV Line 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)				
<b>a</b> Paid during the year				
CONSERVATION RESOURCES100 NORTH ROAD SUITE TWO CHESTER,NJ 07930	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	5,000
ECOFLIGHT311K ASPEN AIRPORT BUSINESS CENTER ASPEN,CO 81611	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	12,000
1000 FRIENDS OF FLORIDAPO BOX 5948 TALLAHASSEE,FL 32314	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	10,000
THE NATURE CONSERVANCY INC 4245 NORTH FAIRFAX DRIVE SUITE 100 ARLINGTON,VA 22203	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	85,000
PUBLIC TRUST ENVIRONMENTAL 2029 NORTH THIRD STREET JACKSONVILLE BEACH,FL 32250	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	50,000
ST JOHN'S RIVERKEEPER2800 UNIVERSITY BLVD NORTH JACKSONVILLE,FL 32211	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	50,000
VERMONT STUDIO CENTERPO BOX 613 JOHNSON,VT 05656	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	100,000
HARBOR BRANCH OCEANOGRAPHIC INSTITUTE INC 5600 US 1 NORTH FT PIERCE,FL 34946	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	50,000
YOUTH CRISIS CENTER3015 PARENTAL HOME ROAD JACKSONVILLE,FL 32216	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	81,000
UNIVERSITY OF FLORIDA BRAIN INSTITUE100 S NEWELL DRIVE BLDG 59 RM L5-101 GAINESVILLE,FL 32611	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	125,000
NEW JERSEY CONSERVATION170 LONGVIEW ROAD FAR HILLS,NJ 07931	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	65,000
MANOMET INC125 MANOMET POINT ROAD PLYMOUTH,MA 02360	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	10,000
NASSAU COUNTY FLORIDA - GROWTH MANAGEMENT DEPARTMENT96161 NASSAU PLACE YULEE,FL 32097	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	86,846
TIMICUAN TRAIL PARKS FOUNDATION INC2029 NORTH THIRD STREET JACKSONVILLE BEACH,FL 32250	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	15,000
<b>Total . . . . . ▶ 3a</b>				744,846

TY 2011 Accounting Fees Schedule

**Name:** RIVER BRANCH FOUNDATION

**EIN:** 22-6054887

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	11,080	5,540		2,770

**TY 2011 Investments Corporate  
Stock Schedule**

**Name:** RIVER BRANCH FOUNDATION  
**EIN:** 22-6054887

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1697 SHS - 3M COMPANY	144,877	138,696
2650 SHS - ABBOTT LABS	122,516	149,010
1400 SHS - ACCENTURE LTD CL A	63,439	74,522
3703 SHS - ADOBE SYSTEMS INC.	104,692	104,684
1992 SHS - AIR PRODUCTS & CHEMICALS, INC.	161,972	169,698
1450 SHS - ALLERGAN, INC.	86,977	127,223
575 SHS - AMAZON.COM, INC.	98,521	99,533
3911 SHS - AMERICAN EXPRESS	164,362	184,482
1300 SHS - AMERISOURCEBERGEN CORP COM	51,071	48,347
5203 SHS - ANALOG DEVICES	159,818	186,163
736 SHS - APPLE, INC.	189,172	298,080
2481 SHS - BAKER HUGHES INC	107,588	120,676
1609 SHS - BECTON DICKINSON & CO.	125,187	120,224
3000 SHS - BED BATH & BEYOND, INC.	137,331	173,910
14650 SHS - BERKSHIRE HATHAWAY CL B	673,929	1,117,795
7850 SHS - BROWN & BROWN INC. FLA	181,322	177,646
1150 SHS - CAMERON INTERNATIONAL CORP.	47,107	56,569
1690 SHS - CANADIAN NAT RES LTD	60,794	63,155
2700 SHS - CARMAX GROUP	24,426	82,296
2392 SHS - CARNIVAL CORP CL A	76,935	78,075
1412 SHS - CATERPILLAR INC. DEL	84,255	127,927
14284 SHS - CISCO SYSTEMS, INC.	307,277	258,255
4456 SHS - COCA COLA COM	252,979	311,786
1000 SHS - COLGATE-PALMOLIVE CO.	79,029	92,390
7790 SHS - COMCAST CORP.	132,373	184,701
2714 SHS - COSTCO WHSL. CORP.	160,759	226,130
2956 SHS - DISNEY (WALT) HOLDING CO.	100,132	110,850
1275 SHS - DONALDSON COMPANY, INC.	36,740	86,802
4299 SHS - EMERSON ELEC CO	187,566	200,290
925 SHS - EOG RES INC	91,039	91,122

Name of Stock	End of Year Book Value	End of Year Fair Market Value
2783 SHS - EXELON CORP COM	131,968	120,699
1512 SHS - EXXON MOBIL CORP.	89,584	128,157
2004 SHS - FEDEX CORP.	166,997	167,354
840 SHS - FLUOR CORP.	35,730	42,210
3000 SHS - FORWARD AIR CORP.	97,067	96,150
2900 SHS - GENERAL ELECTRIC CO	50,349	51,939
593 SHS - GOLDMAN SACHS GROUP	104,408	53,625
585 SHS - GOOGLE, INC.	336,147	377,852
1400 SHS - HALLIBURTONCO HOLDING CO FRMLY HALLIBURTON	57,007	48,314
6200 SHS - HEARTLAND EXPRESS, INC.	93,667	88,598
4175 SHS - HOME BANCSHARES INC COM	85,596	108,175
2250 SHS - ILLINOIS TOOL WORKS, INC.,	123,589	105,098
867 SHS - INTERNATIONAL BUSINESS MACHS CORP COM	112,317	159,424
2200 SHS - JOHN WILEY SONS	72,812	97,680
3204 SHS - JOHNSON & JOHNSON	204,345	210,119
3700 SHS - KRAFT FOODS INC CL A	116,012	138,232
5325 SHS - KNIGHT TRANSN INC COM	75,766	83,283
1386 SHS - M & T BK CORP COM	106,484	105,807
450 SHS - MARKEL CORP.	81,057	186,602
1370 SHS - MCDONALD'S CORP.	83,800	137,452
1400 SHS - MEDCO HEALTH SOLUTIONS	78,009	78,260
1400 SHS - MEDNAX INC.	64,105	100,814
7821 SHS - MICROSOFT	237,627	203,033
1200 SHS - MOHAWK INDUSTRIES, INC.	95,168	71,820
3551 SHS - MONSANTO CO NEW COM	260,505	248,819
4937 SHS - NESTLE SA	232,107	285,101
930 SHS - NIKE INC CL B	60,296	89,624
2614 SHS - NOVARTIS ADR	135,789	149,442
3050 SHS - OCCIDENTAL PETROLEUM CORP.	254,865	285,785
1500 SHS - OMNICOM GROUP, INC	67,025	66,870

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1800 SHS - ORACLE CORPORATION	50,427	46,170
3375 SHS - PATTERSON COS INC	89,905	99,630
4280 SHS - PEPSICO, INC.	266,417	283,978
4579 SHS - PROCTER & GAMBLE CO.	280,094	305,465
9103 SHS - PROGRESSIVE CORP OHIO	158,679	177,600
4574 SHS - QUALCOMM, INC.	205,643	250,198
3148 SHS - ROCHE HOLDINGS LTD.	130,797	133,986
900 SHS - SCHLUMBERGER LTD.	55,587	61,479
3235 SHS - SOUTHWESTERN ENERGY	135,320	103,326
6756 SHS - STAPLES, INC.	112,027	93,841
2500 SHS - STRYKER CORP.	129,499	124,275
5162 SHS - SYSCO CORPORATION	145,023	151,401
4100 SHS - TCF FINANCIAL	106,553	42,312
3651 SHS - TEXAS INSTRS INC.	87,394	106,281
1754 SHS - TIFFANY & CO.	82,364	116,220
1500 SHS - TJX COMPANIES, INC.	55,581	96,825
2650 SHS - ULTRA PETROLEUM CORP	119,499	78,520
1200 SHS - UNILEVER N V ADR NY SHSF	40,366	41,244
1553 SHS - UNION PACIFIC	102,178	164,525
1310 SHS - UNITED PARCEL SERVICES INC. CL B	86,942	95,879
5448 SHS - US BANCORP	133,643	147,368
4553 SHS - UTI WORLDWIDE INC	66,849	60,509
900 SHS - VISA INC. CL A	79,261	91,377
1300 SHS - WATERS CORP.	100,967	96,265
5729 SHS - WELLS FARGO & CO NEW COM STK	164,921	157,891
240 SHS - WHITE MOUNTAIN INSURANCE	133,645	108,830
1595 SHS - W W GRAINGER INC	157,148	298,568
2775 SHS - ZEBRA TECHNOLOGIES	59,836	99,290
41879 SHS - OAKMARK INTERNATIONAL FUND	681,789	693,097
31567 SHS - OAKMARK INTERNATIONAL SMALL CAP	562,385	379,130

Name of Stock	End of Year Book Value	End of Year Fair Market Value
39804 SHS - TWEEDY BROWNE GLOBAL VALUE	1,046,848	869,709
112755 SHS - VANGUARD S/T INVESTMENT GRADE	1,194,390	1,199,718

## TY 2011 Other Expenses Schedule

**Name:** RIVER BRANCH FOUNDATION

**EIN:** 22-6054887

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK SERVICE CHARGES	75	0		75
MISCELLANEOUS	100	0		100

## TY 2011 Other Income Schedule

**Name:** RIVER BRANCH FOUNDATION

**EIN:** 22-6054887

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INVESTMENT INCOME	723	723	723
EXCISE TAXES (BENEFIT)	1,218	1,218	1,218

TY 2011 Other Professional Fees Schedule

Name: RIVER BRANCH FOUNDATION

EIN: 22-6054887

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	105,423	105,423		0

TY 2011 Taxes Schedule

**Name:** RIVER BRANCH FOUNDATION

**EIN:** 22-6054887

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	8,965	8,965		0