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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

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation RICHARD C MARQUARDT FAMILY FOUNDATION		A Employer identification number 23-2896467
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 26	Room/suite	B Telephone number 570-586-9237
City or town, state, and ZIP code WAVERLY, PA 18471-0026		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 1,399,557.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	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).)		(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	160.		N/A	
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	38.	38.		STATEMENT 1
	4 Dividends and interest from securities	41,753.	41,753.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	39,091.			
	b Gross sales price for all assets on line 6a	547,519.			
	7 Capital gain net income (from Part IV, line 2)		39,091.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	81,042.	80,882.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	2,900.	0.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes	1,383.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	10,768.	0.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	15,051.	0.		0.
	25 Contributions, gifts, grants paid	94,550.			94,550.
26 Total expenses and disbursements. Add lines 24 and 25	109,601.	0.		94,550.	
27 Subtract line 26 from line 12	-28,559.				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		80,882.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	60,353.	62,416.	62,416.
	2 Savings and temporary cash investments			
	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			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	714.	243.	243.
	10a Investments - U.S. and state government obligations STMT 6	149,274.	344,036.	377,127.
	b Investments - corporate stock STMT 7	744,184.	723,317.	812,066.
	c Investments - corporate bonds STMT 8	120,915.	143,707.	147,705.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other	226,838.			
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	1,302,278.	1,273,719.	1,399,557.	
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			
	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 ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	1,302,278.	1,273,719.	
30 Total net assets or fund balances	1,302,278.	1,273,719.		
31 Total liabilities and net assets/fund balances	1,302,278.	1,273,719.		

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	1,302,278.
2 Enter amount from Part I, line 27a	2	-28,559.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,273,719.
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	1,273,719.

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		P		
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 547,519.		508,428.	39,091.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			39,091.
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	39,091.
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) If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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 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	103,314.	1,414,845.	.073021
2009	98,762.	1,355,721.	.072848
2008	44,675.	1,575,326.	.028359
2007	49,025.	1,755,493.	.027927
2006	111,595.	1,690,663.	.066007

2 Total of line 1, column (d)	2	.268162
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	.053632
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,461,670.
5 Multiply line 4 by line 3	5	78,392.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	809.
7 Add lines 5 and 6	7	79,201.
8 Enter qualifying distributions from Part XII, line 4	8	94,550.

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)

1a 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)		1	809.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		3	809.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		5	809.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 243.	7	243.
b Exempt foreign organizations - tax withheld at source	6b	8	7.
c Tax paid with application for extension of time to file (Form 8868)	6c	9	573.
d Backup withholding erroneously withheld	6d	10	
7 Total credits and payments Add lines 6a through 6d		11	
8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ Refunded ☒			

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NONE		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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 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? Website address ► N/A	13	X	
14	The books are in care of ► RICHARD C. MARQUARDT, PRESIDENT Telephone no ► (570) 586-9237 Located at ► BDA BLDG SUITE 102, CLARKS SUMMIT, PA ZIP+4 ► 18411			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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 ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ 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 ☒ 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 ☒ 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)? Organizations relying on a current notice regarding disaster assistance check here N/A	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	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 ☒ No If "Yes," list the years ►		
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) N/A	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 ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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) N/A	3b	
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

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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)?

☐ 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)?

N/A

5b

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

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

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?

N/A

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.

(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
RICHARD C. MARQUARDT B. D. A. BUILDING SUITE 102 ABINGTON CLARKS SUMMIT, PA 18411	PRESIDENT & TREASURER	0.00	0.	0.
SALLY W. MARQUARDT B. D. A. BUILDING SUITE 102 ABINGTON CLARKS SUMMIT, PA 18411	VICE PRESIDENT & SECRETARY	0.00	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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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	1,403,839.
b	Average of monthly cash balances	1b	80,090.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,483,929.
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	1,483,929.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	22,259.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,461,670.
6	Minimum investment return. Enter 5% of line 5	6	73,084.

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	73,084.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	809.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	809.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	72,275.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	72,275.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	72,275.

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	94,550.
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	94,550.
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	5	809.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	93,741.

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.

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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				72,275.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006	28,322.			
b From 2007				
c From 2008				
d From 2009	31,852.			
e From 2010	33,834.			
f Total of lines 3a through e	94,008.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$	94,550.			
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				72,275.
e Remaining amount distributed out of corpus	22,275.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	116,283.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	28,322.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	87,961.			
10 Analysis of line 9.				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009	31,852.			
d Excess from 2010	33,834.			
e Excess from 2011	22,275.			

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)

- 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

[illegible]

- 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
Complete 3a, b, or c for the alternative test relied upon
- a** "Assets" alternative test - enter
- (1) Value of all assets
- (2) Value of assets qualifying under section 4942(j)(3)(B)(i)
- b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed
- c** "Support" alternative test - enter
- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)
- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)
- (3) Largest amount of support from an exempt organization
- (4) Gross investment income

Part XV **Supplementary Information (Complete this part only if the 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))

RICHARD C. MARQUARDT

- 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

SEE STATEMENT 9

- 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 SCHEDULE				94,550.
Total			▶ 3a	94,550.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

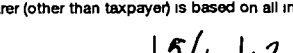
Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | 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. | | |

[illegible]

- 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
N/A		

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.				May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No		
	Signature of officer or trustee 		Date 15/10/12			Title PRESIDENT & TREASURER	
Paid Preparer Use Only	Print/Type preparer's name FRANCIS J. MERKEL, CPA		Preparer's signature 		Date 05/09/12	Check ☐ if self-employed	PTIN P01249556
	Firm's name ▶ MCGRAIL MERKEL QUINN & ASSOCIATES, P.C.					Firm's EIN ▶ 23-2226550	
Firm's address ▶ 1173 CLAY AVENUE SCRANTON, PA 18510					Phone no (570) 961-0345		

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
MERRILL LYNCH	38.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	38.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH	41,753.	0.	41,753.
TOTAL TO FM 990-PF, PART I, LN 4	41,753.	0.	41,753.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,900.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	2,900.	0.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	752.	0.		0.
TAX ON INVESTMENT INCOME	631.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,383.	0.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MERRILL LYNCH INVESTMENT EXPENSES	10,768.	0.			0.
TO FORM 990-PF, PG 1, LN 23	10,768.	0.			0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	6
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
SEE ATTACHED MERRILL LYNCH STATMENT 2	X		344,036.	377,127.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			344,036.	377,127.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			344,036.	377,127.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
SEE ATTACHED MERRILL LYNCH STATMENT 1	551,695.		636,387.	
SEE ATTACHED MERRILL LYNCH STATMENT 1	171,622.		175,679.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	723,317.		812,066.	

FORM 990-PF

CORPORATE BONDS

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED MERRILL LYNCH STATEMENT 2	143,707.	147,705.
TOTAL TO FORM 990-PF, PART II, LINE 10C	143,707.	147,705.

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT	9
	PART XV, LINES 2A THROUGH 2D		

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

RICHARD C. MARQUARDT
B.D.A. BUILDING SUITE 102 ABINGTON EXECUTIVE PARK
CLARKS SUMMIT, PA 18411

TELEPHONE NUMBER

570-586-9237

FORM AND CONTENT OF APPLICATIONS

REQUESTS ON LETTERHEAD OF ORGANIZATION, DIRECT MAIL SOLICITATIONS, PHONE SOLICITATIONS ALL FOLLOWED BY RECEIPT OF LETTER OF ACKNOWLEDGMENT FROM THE ORGANIZATION AS REQUIRED BY THE IRS SUBSTANTIATION RULES

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

Attachment #1

EMASM Fiscal Statement

THE RICHARD C MARQUARDT

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
	CASH		0.70	0.70			
4,176	ML BANK DEPOSIT PROGRAM	12/09/09	4,176.00	4,176.00			4.18
	Total Cash and Money Funds		4,176.70	4,176.70			4.18

Cash and Money Funds

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
	Equities					
155	AIR PRODUCTS&CHEM	10/31/11	13,620.24	13,204.45	(415.79)	360.00
100	AMER EXPRESS COMPANY	06/18/10	4,202.75	4,717.00	514.25	72.00
82	AMER EXPRESS COMPANY	06/18/10	3,446.44	3,867.94	421.50	60.00
233	AMER EXPRESS COMPANY	06/18/10	9,792.99	10,990.61	1,197.62	168.00
5	AMER EXPRESS COMPANY	11/24/10	214.25	235.85	21.60	4.00
115	AMER EXPRESS COMPANY	06/06/11	5,633.22	5,424.55	(208.67)	83.00
465	AMERICAN WTR WKS CO INC NEW	12/28/09	10,406.28	14,814.90	4,408.62	428.00
150	AMERICAN WTR WKS CO INC NEW	09/28/10	3,484.43	4,779.00	1,294.57	138.00

PLEASE SEE REVERSE SIDE

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X 03048116



Fiscal Statement

THE RICHARD C MARQUARDT

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
100	AMERICAN WTR WKS CO INC NEW	09/28/10	2,323.00	3,186.00	863.00	92.00
260	AUTOMATIC DATA PROC	11/12/10	11,813.49	14,042.60	2,229.11	411.00
115	AUTOMATIC DATA PROC	02/15/11	5,695.55	6,211.15	515.60	182.00
650	CARDINAL HEALTH INC OHIO	12/09/09	20,507.18	26,396.50	5,889.32	559.00
705	CVS CAREMARK CORP	09/02/11	25,041.60	28,749.90	3,708.30	459.00
350	COSTCO WHOLESALE CRP DEL	04/23/10	21,048.06	29,162.00	8,113.94	336.00
80	CATERPILLAR INC DEL	09/28/10	6,379.99	7,248.00	868.01	148.00
200	CATERPILLAR INC DEL	09/28/10	15,950.00	18,120.00	2,170.00	368.00
245	COVIDIEN PLC SHS NEW	12/09/09	11,468.40	11,027.45	(440.95)	221.00
230	COVIDIEN PLC SHS NEW	03/01/10	11,383.99	10,352.30	(1,031.69)	207.00
80	COVIDIEN PLC SHS NEW	11/24/10	3,412.00	3,600.80	188.80	72.00
290	DIGITAL RLTY TR INC	12/09/09	13,937.29	19,334.30	5,397.01	789.00
50	DIGITAL RLTY TR INC	11/24/10	2,615.00	3,333.50	718.50	136.00
85	DIGITAL RLTY TR INC	06/06/11	5,263.20	5,666.95	403.75	232.00
285	DR PEPPER SNAPPLE GROUP INC	05/11/11	11,539.65	11,251.80	(287.85)	365.00

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Fiscal Statement

THE RICHARD C MARQUARDT

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
400	DR PEPPER SNAPPLE GROUP INC	05/11/11	16,198.60	15,792.00	(406.60)	512.00
74	ENBRIDGE INC COM	12/09/09	1,647.55	2,768.34	1,120.79	83.00
26	ENBRIDGE INC COM	01/13/10	586.30	972.66	386.36	30.00
220	ENBRIDGE INC COM	02/15/11	6,396.73	8,230.20	1,833.47	247.00
290	HONEYWELL INTL INC DEL	12/09/09	11,637.55	15,761.50	4,123.95	433.00
50	HONEYWELL INTL INC DEL	01/13/10	2,095.50	2,717.50	622.00	75.00
130	HONEYWELL INTL INC DEL	09/28/10	5,740.80	7,065.50	1,324.70	194.00
127	INTL BUSINESS MACHINES CORP IBM	02/12/07	12,530.67	23,352.76	10,822.09	381.00
22	INTL BUSINESS MACHINES CORP IBM	05/26/09	2,300.03	4,045.36	1,745.33	66.00
16	INTL BUSINESS MACHINES CORP IBM	12/09/09	2,037.44	2,942.08	904.64	48.00
375	MARATHON OIL CORP	11/12/10	7,557.57	10,976.25	3,418.68	225.00
135	MARATHON OIL CORP	02/15/11	3,872.88	3,951.45	78.57	81.00
325	MARATHON OIL CORP	07/07/11	10,684.21	9,512.75	(1,171.46)	195.00
220	MCDONALDS CORP COM	12/09/09	13,378.17	22,072.60	8,694.43	616.00
217	MICROSOFT CORP	07/18/05	5,561.72	5,633.32	71.60	174.00

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EMATM Fiscal Statement

THE RICHARD C MARQUARDT

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
161	MICROSOFT CORP	11/09/09	4,637.59	4,179.56	(458.03)	129.00
162	MICROSOFT CORP	11/16/09	4,799.41	4,205.52	(593.89)	130.00
26	MICROSOFT CORP	11/17/09	776.21	674.96	(101.25)	21.00
404	MICROSOFT CORP	12/09/09	11,962.08	10,487.84	(1,474.24)	324.00
180	MICROSOFT CORP	02/17/11	4,915.13	4,672.80	(242.33)	144.00
165	NIKE INC CL B	05/04/11	13,572.88	15,901.05	2,328.17	238.00
195	OCCIDENTAL PETE CORP CAL	06/06/11	19,936.80	18,271.50	(1,665.30)	359.00
305	PRICE T ROWE GROUP INC	08/10/10	14,940.24	17,369.75	2,429.51	379.00
480	SAP AG SHS	08/26/10	21,101.28	25,416.00	4,314.72	492.00
30	SCHLUMBERGER LTD	09/28/10	1,801.59	2,049.30	247.71	30.00
100	SCHLUMBERGER LTD	09/28/10	6,005.87	6,831.00	825.13	100.00
100	SCHLUMBERGER LTD	09/28/10	6,006.00	6,831.00	825.00	100.00
265	TIFFANY & CO NEW	09/16/11	19,792.85	17,558.90	(2,233.95)	308.00
340	UNITED PARCEL SVC CL B	03/01/10	20,130.52	24,884.60	4,754.08	708.00
195	UNITED TECHS CORP COM	12/09/09	13,060.61	14,252.55	1,191.94	375.00
60	UNITED TECHS CORP COM	11/24/10	4,539.00	4,385.40	(153.60)	116.00
65	UNITED TECHS CORP COM	02/15/11	5,517.85	4,750.85	(767.00)	125.00

On 10/9/11 as sold
12/29/11

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Fiscal Statement

THE RICHARD C MARQUARDT

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
310	VIACOM INC NEW CL B	05/25/11	15,577.50	14,077.10	(1,500.40)	311.00
760	VODAFONE GROU PLC SP ADR	06/23/11	20,003.20	21,302.80	1,299.60	1,096.00
35	ACE LIMITED	04/27/09	1,567.88	2,454.20	886.32	66.00
48	ACE LIMITED	05/11/09	2,047.40	3,365.76	1,318.36	91.00
117	ACE LIMITED	12/09/09	5,805.43	8,204.04	2,398.61	220.00
170	WISCONSIN ENERGY CORP	03/01/10	4,183.27	5,943.20	1,759.93	204.00
250	WISCONSIN ENERGY CORP	03/01/10	6,152.50	8,740.00	2,587.50	300.00
160	WISCONSIN ENERGY CORP	09/28/10	4,665.60	5,593.60	928.00	192.00
170	WELLPOINT INC	09/16/11	11,265.05	11,262.50	(2.55)	170.00
100	WELLPOINT INC	09/16/11	6,628.00	6,625.00	(3.00)	100.00
Total Equities			572,796.46	661,802.60	89,006.14	16,078.00

SAP AG Item sold 12/29/11 per 1099 <25,416.00>
 Revised total 551,695.18
 From page 92 of 134 171,622.46
 Total Part II Line 10b 723,317.64
 812,065.73

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Fiscal Statement

THE RICHARD C MARQUARDT

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Cash and Money Funds							
	CASH		0.99	0.99			
7,003	BIF MONEY FUND		7,003.00	7,003.00			0.70
	Total Cash and Money Funds		7,003.99	7,003.99			0.70

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
61	ANHEUSER-BUSCH INBEV ADR	11/22/11	3,539.53	3,720.39	180.86	60.00
167	ASSA ABLOY AB ADR	10/19/11	1,868.76	2,080.82	212.06	41.00
31	ASSA ABLOY AB ADR	11/07/11	385.47	386.26	0.79	8.00
41	ASSA ABLOY AB ADR	11/08/11	504.05	510.86	6.81	11.00
37	ACTIVISION BLIZZARD INC	07/22/10	433.38	455.84	22.46	7.00
96	ACTIVISION BLIZZARD INC	08/06/10	1,055.34	1,182.72	127.38	16.00
91	ACTIVISION BLIZZARD INC	09/28/10	999.33	1,121.12	121.79	16.00
66	ACTIVISION BLIZZARD INC	11/17/11	801.00	813.12	12.12	11.00
28	ANADARKO PETE CORP	08/07/09	1,392.14	2,137.24	745.10	11.00



Fiscal Statement

THE RICHARD C MARQUARDT

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
5	APPLE INC	12/18/08	452.22	2,025.00	1,572.78	
1	APPLE INC	01/06/09	96.15	405.00	308.85	
5	APPLE INC	07/01/10	1,240.33	2,025.00	784.67	
1	APPLE INC	04/21/11	352.55	405.00	52.45	
9	AUTOZONE INC NEVADA COM	09/01/11	2,796.66	2,924.73	128.07	
1	BRITISH AMN TOBACO SPADR	07/09/08	71.55	94.88	23.33	4.00
2	BRITISH AMN TOBACO SPADR	01/06/09	107.66	189.76	82.10	8.00
28	BRITISH AMN TOBACO SPADR	07/02/10	1,805.17	2,656.64	851.47	108.00
7	BRITISH AMN TOBACO SPADR	10/08/10	530.02	664.16	134.14	27.00
68	BNP PARIBAS SPONSORD ADR	12/05/11	1,522.79	1,336.20	(186.59)	76.00
153	COMCAST CORP NEW CL A	07/25/11	3,823.47	3,627.63	(195.84)	69.00
54	COMCAST CORP NEW CL A	08/03/11	1,231.68	1,280.34	48.66	25.00
23	COMCAST CORP NEW CL A	11/23/11	489.01	545.33	56.32	11.00
51	COMCAST CORP NEW CL A	12/15/11	1,196.28	1,209.21	12.93	23.00
5	COGNIZANT TECH SOLUTNS A	12/16/09	220.90	321.55	100.65	
22	COGNIZANT TECH SOLUTNS A	04/13/10	1,155.34	1,414.82	259.48	
7	CHEVRON CORP	04/07/10	544.54	744.80	200.26	23.00

EMATM Fiscal Statement

THE RICHARD C MARQUARDT

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
27	CHEVRON CORP	04/16/10	2,205.30	2,872.80	667.50	88.00
104	CHINA CONSTRUCT UNSPN AD	02/26/10	1,523.33	1,449.76	(73.57)	56.00
42	CHINA CONSTRUCT UNSPN AD	06/03/11	768.92	585.48	(183.44)	23.00
12	DIRECTV GROUP HLDNGS CLA	02/01/11	514.62	513.12	(1.50)	
23	DIRECTV GROUP HLDNGS CLA	02/09/11	1,003.95	983.48	(20.47)	
14	DIRECTV GROUP HLDNGS CLA	08/09/11	595.14	598.64	3.50	
25	DIRECTV GROUP HLDNGS CLA	09/23/11	1,034.58	1,069.00	34.42	
72	E M C CORPORATION MASS	07/27/11	1,933.39	1,550.88	(382.51)	
49	E M C CORPORATION MASS	08/12/11	1,141.49	1,055.46	(86.03)	
43	E M C CORPORATION MASS	09/07/11	948.08	926.22	(21.86)	
316	FORTUM CORP SHS	07/29/11	1,667.69	1,333.52	(334.17)	68.00
88	FORTUM CORP SHS	08/01/11	466.87	371.36	(95.51)	19.00
26	FOSTER WHEELER AG	12/21/10	897.70	497.64	(400.06)	
44	FOSTER WHEELER AG	05/17/11	1,437.92	842.16	(595.76)	
11	GOLDMAN SACHS GROUP INC	08/25/10	1,586.44	994.73	(591.71)	16.00
27	HALLIBURTON COMPANY	06/29/11	1,339.39	931.77	(407.62)	10.00
34	IMPERIAL TOB GRP SPS ADR	03/23/11	2,105.38	2,561.56	456.18	105.00

EMASM Fiscal Statement

THE RICHARD C MARQUARDT

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
18	IMPERIAL TOB GRP SPS ADR	06/20/11	1,184.36	1,356.12	171.76	56.00
20	IMPERIAL TOB GRP SPS ADR	09/07/11	1,333.25	1,506.80	173.55	62.00
210	INFINEON TECHS AG SPDADR	11/18/11	1,687.01	1,577.10	(109.91)	26.00
64	INFINEON TECHS AG SPDADR	12/05/11	542.33	480.64	(61.69)	8.00
15	ING GP NV SPSP ADR	01/27/11	174.69	107.55	(67.14)	
110	ING GP NV SPSP ADR	06/03/11	1,292.24	788.70	(503.54)	
54	JPMORGAN CHASE & CO	10/03/11	1,574.32	1,795.50	221.18	54.00
48	JOHNSON AND JOHNSON COM	08/11/11	2,980.52	3,147.84	167.32	110.00
18	JOHNSON AND JOHNSON COM	08/12/11	1,148.45	1,180.44	31.99	42.00
33	JOHNSON AND JOHNSON COM	08/19/11	2,093.58	2,164.14	70.56	76.00
43	LAM RESEARCH CORP COM	10/24/11	1,816.78	1,591.86	(224.92)	
13	LAM RESEARCH CORP COM	12/05/11	565.15	481.26	(83.89)	
11	LAZARD LTD CL A	02/02/10	439.27	287.21	(152.06)	8.00
30	LAZARD LTD CL A	08/25/10	981.77	783.30	(198.47)	20.00
15	LAZARD LTD CL A	07/22/11	545.85	391.65	(154.20)	10.00
34	LINDE AG SHS SP ADR	10/12/11	516.81	506.94	(9.87)	8.00
63	LINDE AG SHS SP ADR	10/13/11	954.82	939.33	(15.49)	14.00



Fiscal Statement

THE RICHARD C MARQUARDT

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
51	ROYAL DUTCH SHEL PLC SPONS ADR B	01/28/11	3,552.65	3,876.51	323.86	172.00
16	ROYAL DUTCH SHEL PLC SPONS ADR B	04/04/11	1,191.47	1,216.16	24.69	54.00
210	RECKITT BENCKISER GR ADR	09/15/10	2,256.03	2,066.40	(189.63)	74.00
103	RECKITT BENCKISER GR ADR	10/29/10	1,148.05	1,013.52	(134.53)	36.00
91	RECKITT BENCKISER GR ADR	04/20/11	996.25	895.44	(100.81)	32.00
102	ROCHE HLDG LTD SPN ADR	12/16/11	4,332.09	4,340.10	8.01	116.00
87	ROGERS COMMUNICATIONS B	09/16/10	3,238.15	3,350.37	112.22	122.00
28	ROGERS COMMUNICATIONS B	09/21/10	1,065.50	1,078.28	12.78	40.00
8	ROGERS COMMUNICATIONS B	11/11/10	292.56	308.08	15.52	12.00
11	ROGERS COMMUNICATIONS B	11/12/10	399.05	423.61	24.56	16.00
15	SPX CORP COM	02/26/10	901.24	904.05	2.81	15.00
16	SPX CORP COM	04/06/10	1,086.52	964.32	(122.20)	16.00
27	SCHLUMBERGER LTD	06/02/10	1,470.57	1,844.37	373.80	27.00
7	SANOFI ADR	09/25/09	259.19	255.78	(3.41)	10.00
54	SANOFI ADR	12/18/09	2,129.58	1,973.16	(156.42)	72.00
31	SANOFI ADR	06/01/10	938.74	1,132.74	194.00	41.00

EMASM Fiscal Statement

THE RICHARD C MARQUARDT

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
33	SANOFI ADR	03/04/11	1,177.07	1,205.82	28.75	44.00
99	SWATCH GROUP AG UNSPOND ADR	11/02/10	1,951.63	1,851.30	(100.33)	18.00
176	SCHNEIDER ELEC SA ADR	03/23/11	2,914.02	1,849.76	(1,064.26)	61.00
41	SCHNEIDER ELEC SA ADR	03/23/11	663.67	430.91	(232.76)	15.00
45	SCHNEIDER ELEC SA ADR	04/21/11	768.34	472.95	(295.39)	16.00
49	SCHNEIDER ELEC SA ADR	09/30/11	538.02	514.99	(23.03)	17.00
76	SANDS CHINA LTD UNSP ADR	10/29/10	1,620.61	2,151.56	530.95	
12	SANDS CHINA LTD UNSP ADR	11/25/11	321.20	339.72	18.52	
2	TIFFANY & CO NEW	01/07/10	92.70	132.52	39.82	3.00
25	TIFFANY & CO NEW	07/07/10	932.51	1,656.50	723.99	29.00
31	UNITED TECHS CORP COM	08/12/11	2,217.27	2,265.79	48.52	60.00
23	UNITED TECHS CORP COM	09/02/11	1,639.61	1,681.07	41.46	45.00
14	UNITED TECHS CORP COM	09/23/11	962.76	1,023.26	60.50	27.00
47	VEECO INSTRUMENTS INC	12/10/10	2,241.07	977.60	(1,263.47)	
11	VEECO INSTRUMENTS INC	06/02/11	613.63	228.80	(384.83)	
2	VERIZON COMMUNICATNS COM	08/16/10	60.16	80.24	20.08	4.00

EMATM Fiscal Statement

THE RICHARD C MARQUARDT

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
33	VERIZON COMMUNICATNS COM	08/31/10	974.83	1,323.96	349.13	66.00
32	VERIZON COMMUNICATNS COM	09/09/10	986.22	1,283.84	297.62	64.00
18	VERIZON COMMUNICATNS COM	10/08/10	594.48	722.16	127.68	36.00
90	VODAFONE GROF PLC SP ADR	09/01/11	2,411.76	2,522.70	110.94	130.00
72	VODAFONE GROF PLC SP ADR	09/30/11	1,859.05	2,018.16	159.11	104.00
35	VODAFONE GROF PLC SP ADR	11/08/11	1,002.30	981.05	(21.25)	51.00
35	VODAFONE GROF PLC SP ADR	11/25/11	906.56	981.05	74.49	51.00
31	VERTEX PHARMCTLS INC	04/16/09	851.27	1,029.51	178.24	
24	VERTEX PHARMCTLS INC	04/15/11	1,140.24	797.04	(343.20)	
17	WANT WANT CHINA-UNSPON ADR	08/15/11	807.59	850.34	42.75	16.00
1	HENGAN INTL GROUP CO LTD .1 HKD PAR ORDINARY	04/11/11	8.24	9.35	1.11	
84	HENGAN INTL GROUP CO LTD .1 HKD PAR ORDINARY	06/03/11	750.52	785.74	35.22	
79	HENGAN INTL GROUP CO LTD .1 HKD PAR ORDINARY	08/12/11	678.36	738.97	60.61	
59	XILINX INC	10/14/11	1,791.53	1,891.54	100.01	45.00
17	XILINX INC	12/01/11	560.83	545.02	(15.81)	13.00

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THE RICHARD C MARQUARDT

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Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
46	KASIKORNBANK PCL 10.THB PAR ORDINARY	11/01/11	181.81	181.52	(6.29)	
241	KASIKORNBANK PCL 10.THB PAR ORDINARY	11/02/11	991.23	951.01	(40.22)	
172	KASIKORNBANK PCL 10.THB PAR ORDINARY	11/03/11	693.99	678.73	(15.26)	
12	WELLS FARGO & CO NEW DEL	07/08/11	338.53	330.72	(7.81)	6.00
23	WELLS FARGO & CO NEW DEL	07/11/11	634.60	633.88	(0.72)	12.00
24	WELLS FARGO & CO NEW DEL	07/12/11	664.66	661.44	(3.22)	12.00
Total Equities			<u>171,622.46</u>	<u>175,679.13</u>	<u>4,056.67</u>	<u>4,368.00</u>

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EMATM Fiscal Statement

THE RICHARD C MARQUARDT

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Cash and Money Funds							
	CASH		1.00	1.00			
12,480	BIF MONEY FUND		12,480.00	12,480.00			1.25
	Total Cash and Money Funds		12,481.00	12,481.00			1.25
Government Securities							
14,000	FNMA PMA0583 04%2040 AMORTIZED FACTOR 0.852058000 AMORTIZED VALUE 11,928	12/13/10	11,816.98	12,542.32	725.34	43.30	478.00
65,000	FNMA P725027 05%2033 AMORTIZED FACTOR 0.270127940 AMORTIZED VALUE 17,558	06/24/08	16,817.58	18,988.28	2,170.70	70.72	878.00
13,000	FNMA P725027 05%2033 AMORTIZED VALUE 3,511	12/11/08	3,595.06	3,797.66	202.60	14.14	176.00
11,000	FNMA PAH0969 03 50%2025 AMORTIZED FACTOR 0.865980640 AMORTIZED VALUE 9,525	03/10/11	9,580.86	9,970.37	389.51	26.86	334.00
31,000	FHLMC A9 7040 04%2041 AMORTIZED FACTOR 0.941228330 AMORTIZED VALUE 29,178	02/15/11	28,448.63	30,646.82	2,198.19	94.02	1,168.00
11,000	FNMA PAH5583 04 50%2041 AMORTIZED FACTOR 0.914656200 AMORTIZED VALUE 10,061	03/17/11	10,336.33	10,714.99	378.66	36.47	453.00

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Fiscal Statement

THE RICHARD C MARQUARDT

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Government Securities							
7,000	FNMA PA14815 04 50%2041 AMORTIZED FACTOR 0.901717030 AMORTIZED VALUE 6,312	10/21/11	6,649.32	6,722.17	72.85	22.88	285.00
40,000	FNMA PAC8512 04 50%2039 AMORTIZED FACTOR 0.726334690 AMORTIZED VALUE 29,053	01/26/10	29,439.26	30,941.25	1,501.99	105.32	1,308.00
7,000	FNMA PAC8512 04 50%2039 AMORTIZED VALUE 5,084	11/09/11	5,393.37	5,414.72	21.35	18.43	229.00
17,000	FEDERAL HOME LN MTG CORP GLOBAL NOTES 04.500% JUL 15 2013	02/19/08	17,181.85	18,080.86	899.01	350.63	765.00
2,000	FEDERAL HOME LN MTG CORP ORIGINAL UNIT/TOTAL COST: 103.1795/2,063.59	05/07/08	2,020.23	2,127.16	106.93	41.25	90.00
7,000	FEDERAL NATL MTG ASSOC NOTES 05.375% JUL 15 2016	08/14/06	7,000.37	8,333.50	1,333.13	172.45	377.00
4,000	FEDERAL NATL MTG ASSOC ORIGINAL UNIT/TOTAL COST: 106.6530/4,266.12	05/07/08	4,159.31	4,762.00	602.69	98.54	215.00
16,000	FEDERAL NATL MTG ASSOC NOTES 01.000% APR 04 2012	03/25/10	15,940.62	16,036.80	96.18	38.22	160.00

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Government Securities							
11,000	U.S. TREASURY NOTE 0.875% NOV 30 2016 00.875% NOV 30 2016	12/06/11	10,969.10	11,033.55	64.45	7.89	97.00
8,000	U.S. TREASURY BOND 4.500% MAY 15 2038 04.500% MAY 15 2038	08/19/08	8,048.23	10,542.48	2,494.25	44.51	360.00
6,000	U.S. TREASURY BOND ORIGINAL UNIT/TOTAL COST: 102.6058/6,156.35	10/29/09	6,150.01	7,906.86	1,756.85	33.38	270.00
4,000	U.S. TRSY INFLATION BOND 2.375% JAN 15 2025 INFL ADJ PRN 4,805	02/03/09	4,741.82	6,109.63	1,367.81	43.37	115.00
16,000	U.S. TREASURY NOTE 3.125% MAY 15 2019 03.125% MAY 15 2019	06/19/09	15,143.75	17,940.00	2,796.25	61.81	500.00
1,000	U.S. TREASURY NOTE	10/29/09	969.81	1,121.25	151.44	3.86	32.00
4,000	U.S. TREASURY BOND 4.750% FEB 15 2037 04.750% FEB 15 2037	06/07/07	3,757.81	5,433.12	1,675.31	70.73	190.00
6,000	U.S. TREASURY BOND 4.375% MAY 15 2040 04.375% MAY 15 2040	07/12/10	6,368.57	7,794.36	1,425.79	32.45	263.00
10,000	U.S. TREASURY NOTE 3.500% MAY 15 2020 03.500% MAY 15 2020	07/12/10	10,349.81	11,503.90	1,154.09	43.27	350.00

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THE RICHARD C MARQUARDT

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Government Securities							
12,000	U.S. TREASURY NOTE 2.625% AUG 15 2020 02.625% AUG 15 2020	10/28/10	11,938.65	12,942.24	1,003.59	117.27	315.00
19,000	U.S. TREASURY NOTE 1.875% SEP 30 2017 01.875% SEP 30 2017	10/28/10	18,880.58	19,865.45	984.87	88.58	357.00
6,000	U.S. TREASURY BOND 06.250% AUG 15 2023 MOODY'S: AAA S&P: ***	05/09/07	6,723.39	8,587.50	1,864.11	139.61	375.00
3,000	U.S. TREASURY BOND ORIGINAL UNIT/TOTAL COST. 118.8086/3,564.26	05/07/08	3,462.46	4,293.75	831.29	69.80	188.00
84,000	FNMA P725690 06%2034 AMORTIZED FACTOR 0.166395980 AMORTIZED VALUE 13,977	07/16/08	14,181.46	15,532.72	1,351.26		839.00
78,000	FNMA P745418 05 50%2036 AMORTIZED FACTOR 0.312800990 AMORTIZED VALUE 24,398	09/15/08	24,886.45	26,640.94	1,754.49	108.10	1,342.00
20,000	FNMA P888129 05 50%2037 AMORTIZED FACTOR 0.299194900 AMORTIZED VALUE 5,983	06/21/07	5,758.57	6,528.27	769.70	26.51	330.00

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THE RICHARD C MARQUARDT

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Government Securities							
41,000	FNMA P190379 05 50%2037 AMORTIZED FACTOR 0.297995570 AMORTIZED VALUE 12,217	09/13/10	13,088.34	13,314.03	225.69	54.13	672.00
36,000	FNMA P982892 04 50%2023 AMORTIZED FACTOR 0.139540530 AMORTIZED VALUE 5,023	06/18/08	4,848.42	5,360.05	511.63		227.00
17,000	FNMA P995265 05 50%2024 AMORTIZED FACTOR 0.303287950 AMORTIZED VALUE 5,155	06/19/09	5,388.72	5,598.35	209.63	24.93	284.00
Total Government Securities			344,035.78	377,127.35	33,091.63	2,103.43	14,022.00
Corporate Bonds							
3,000	ANHEUSER-BUSCH INBEV WOR COMPANY GUARNT GLB 03.000% OCT 15 2012	07/12/10	3,031.75	3,046.95	15.20	18.75	90.00
4,000	CITIGROUP INC GLB 03.953% JUN 15 2016	09/06/11	4,078.95	3,986.20	(92.75)	6.59	159.00
5,000	CAPITAL ONE FINANCIAL CO GLB 04.750% JUL 15 2021	10/21/11	5,075.21	5,145.55	70.34	106.22	238.00
6,000	CITIGROUP INC GLB 04.500% JAN 14 2022	12/06/11	5,842.56	5,772.12	(70.44)	44.25	270.00

Part II Line 10a

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THE RICHARD C MARQUARDT

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Corporate Bonds							
5,000	COMCAST CORP COMPANY GUARNT 05.850% NOV 15 2015	10/29/09	5,260.14	5,688.65	428.51	36.56	293.00
11,000	CISCO SYSTEMS INC GLB 05.500% FEB 22 2016	05/03/10	12,015.73	12,801.03	785.30	215.11	605.00
5,000	CONOCOPHILLIPS COMPANY GUARNT 04.600% JAN 15 2015	05/21/09	5,082.20	5,529.95	447.75	105.42	230.00
5,000	CREDIT SUISSE FB USA INC BANK GUARANTEED GLB 06.500% JAN 15 2012	05/03/10	5,009.84	5,009.10	(0.74)	148.96	325.00
4,000	DIRECTV HLDG/FIN INC COMPANY GUARNT 03.500% MAR 01 2016	09/06/11	4,194.53	4,123.68	(70.85)	46.28	140.00
5,000	EKSPORTFINANS A/S GLB 03.000% NOV 17 2014	01/06/10	4,952.40	4,451.85	(500.55)	17.92	150.00
4,000	GENERAL ELEC CAP CORP 02.950% MAY 09 2016 MOODY'S: AA2 S&P: AA +	09/06/11	4,038.94	4,113.92	74.98	16.72	118.00
5,000	GOLDMAN SACHS GROUP INC GLB 05.250% JUL 27 2021	10/21/11	5,028.39	4,877.70	(150.69)	111.56	263.00

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THE RICHARD C MARQUARDT

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Corporate Bonds							
5,000	GOLDMAN SACHS GROUP INC GLB 05.150% JAN 15 2014	06/07/07	4,811.60	5,095.15	283.55	118.02	258.00
7,000	JPMORGAN CHASE & CO SUBORDINATED GLB 05.125% SEP 15 2014	07/20/05	7,025.52	7,380.10	354.58	104.64	359.00
1,000	JPMORGAN CHASE & CO	02/28/06	984.12	1,054.30	70.18	14.95	52.00
1,000	JPMORGAN CHASE & CO	03/09/06	968.53	1,054.30	85.77	14.95	52.00
3,000	JPMORGAN CHASE & CO ORIGINAL UNIT/TOTAL COST: 100.0470/3,001.41	05/07/08	3,000.66	3,162.90	162.24	44.84	154.00
5,000	ORACLE CORP/OZARK HLDG GLB 05.250% JAN 15 2016	07/16/09	5,178.29	5,773.50	595.21	120.31	263.00
5,000	PEPSICO INC GLB 04.650% FEB 15 2013	11/21/08	5,010.73	5,231.25	220.52	87.19	233.00
7,000	PFIZER INC. 5.35% DUE 3/15/2015 MOODY'S: A1 S&P: AA	07/21/09	7,461.32	7,918.33	457.01	109.23	375.00
5,000	AT&T INC GLB 05.100% SEP 15 2014	10/29/09	5,208.00	5,507.20	299.20	74.38	255.00

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THE RICHARD C MARQUARDT

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Corporate Bonds							
5,000	SHELL INTERNATIONAL FIN COMPANY GUARNT GLB 04.000% MAR 21 2014	04/14/09	5,081.09	5,374.20	293.11	55.00	200.00
10,000	TIME WARNER CABLE INC COMPANY GUARNT 04.125% FEB 15 2021	09/06/11	10,268.25	10,269.00	0.75	154.69	413.00
1,000	TARGET CORP GLB 05.875% MAR 01 2012	02/28/06	1,001.40	1,008.39	6.99	19.42	59.00
1,000	TARGET CORP ORIGINAL UNIT/TOTAL COST: 103.3170/1,033.17	03/09/06	1,001.07	1,008.39	7.32	19.42	59.00
3,000	TARGET CORP ORIGINAL UNIT/TOTAL COST: 105.2880/3,158.64	05/07/08	3,007.46	3,025.17	17.71	58.26	177.00
9,000	VERIZON COMMUNICATIONS GLB 04.600% APR 01 2021	09/06/11	9,965.90	10,159.83	193.93	102.35	414.00
5,000	USD BARRICK GOLD COR SER WI VARI% MAY 30 2016	12/06/11	5,117.60	5,131.70	14.10	12.08	145.00
5,000	USD ONTARIO PROVINCE SER GMTN 2.625% JAN 20 2012	07/12/10	5,004.57	5,004.25	(0.32)	58.33	132.00
Total Corporate Bonds				143,706.75	3,997.91	2,042.40	6,481.00

147,704.66

143,706.75

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Part II Line 10c

RICHARD C. MARQUARDT FAMILY FOUNDATION
FORM 990PF - RETURN OF PRIVATE FOUNDATION
EIN # 23-2896467
DECEMBER 31, 2011

PART IV - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

LINE 2 - CAPITAL GAIN NET INCOME OR NET CAPITAL LOSS

	DATE ACQUIRED	DATE SOLD		SALES AMOUNT	GROSS PROCEEDS	GAIN (LOSS)
			# OF SHRS			
AFLAC INC	3/1/2010	6/6/2011	220	10,973 05	10,089 01	(884 04)
AMERICA MOVIL SAB DE CV ADR	VARIOUS	6/23/2011	355	17,442 95	17,976.50	533 55
ARCHER DANIELS MIDLD	VARIOUS	5/11/2011	800	25,884 57	26,098 30	213.73
CARNIVAL CORP	VARIOUS	5/25/2011	410	15,393 73	15,684.50	290 77
ENBRIDGE INC	12/9/2009	6/6/2011	320	7,124 51	10,106 15	2,981 64
GENUINE PARTS CO	8/10/2010	9/16/2011	370	16,169 00	19,767 06	3,598 06
MARATHON OIL CORP	11/12/2010	6/6/2011	150	5,067 95	7,616.18	2,548 23
MARATHON PETROLEUM CORP	VARIOUS	7/7/2011	255	7,732 08	10,737 15	3,005 07
NOVARTIS ADR	VARIOUS	9/16/2011	320	17,256 69	17,871 34	614 65
PEPSICO INC	VARIOUS	2/15/2011	275	16,843 82	17,548 68	704 86
PRAXAIR INC	3/5/2010	10/31/2011	130	10,156 90	13,467 14	3,310 24
ROYAL DUTCH SHELL	12/9/2009	2/15/2011	190	10,878 50	13,056 55	2,178 05
SAP AG	8/26/2010	12/29/2011	480	21,101.28	25,008 52	3,907 24
TARGET CORP	9/28/2010	5/4/2011	210	11,496 47	10,268.80	(1,227 67)
UNITED TECH CORP	12/9/2009	6/6/2011	60	4,018 65	5,020 70	1,002 05
WALGREEN CO	VARIOUS	9/2/2011	690	26,052 12	24,149 54	(1,902 58)
CITIGROUP INC , 6 5%, 1/18/11	3/9/2007	1/18/2011	11000	11,000 00	11,000.00	0 00
CITIGROUP INC., 3 953%, 6/15/16	9/6/2011	10/21/2011	2000	2,040 96	2,013 50	(27 46)
DIRECTV HLDG 3.5%, 3/1/16	9/6/2011	10/21/2011	2000	2,101.28	2,083 36	(17 92)
FNMA 5 375%, 7/15/16	8/14/2009	10/21/2011	2000	2,000 11	2,372 40	372 29
FNMA 6%, 2034	7/16/2008	10/21/2011	40000	7,047 50	7,694 95	647.45
FNMA 5 50%, 2037	9/13/2010	10/21/2011	5000	1,692.64	1,710 92	18 28
FNMA 5 5%, 2036	9/15/2008	10/21/2011	7000	2,348 77	2,504 21	155 44
G E NOTE 5%, 2/1/13	VARIOUS	9/6/2011	5000	4,995 10	5,260 40	265 30
G.E. NOTE 2 95%, 5/9/16	9/6/2011	10/21/2011	2000	2,020 24	2,003 44	(16 80)
KRAFT FOODS INC 6 250% 6/1/12	7/14/2010	3/17/2011	2000	2,111 38	2,127 18	15 80
TIME WARNER CABLE INC 4 125%, 2/15/2	9/6/2011	10/21/2011	2000	2,054 54	2,050 12	(4 42)
VERIZON CORP 4 375% 6/1/13	7/21/2009	9/6/2011	5000	5,098 76	5,298 95	200.19
VERIZON CORP 4.6% 4/1/21	9/6/2011	10/21/2011	2000	2,218 25	2,225 48	7.23
VODAFONE GROUP 5 5% 6/15/11	7/12/2010	6/15/2011	3000	3,000 00	3,000 00	0 00
U.S T NOTE 3 125% 5/15/19	VARIOUS	VARIOUS	9000	8,478.40	9,197 51	719 11
U S T NOTE 2.375% 1/15/25	2/3/2009	VARIOUS	4000	4,745 21	6,022.96	1,277.75
U S T NOTE 4 375% 8/15/12	5/3/2010	3/17/2011	5000	5,229 28	5,280.65	51 37
U S T NOTE 3.625% 2/15/20	3/25/2010	10/21/2011	7000	6,870 42	7,943.60	1,073 18
U S T NOTE 1.875% 9/30/17	10/28/2010	10/21/2011	2000	1,987 43	2,058 82	71 39
U S T NOTE 4.5%, 4/30/12	VARIOUS	9/6/2011	15000	15,289 91	15,423 00	133.09
U S T BOND 4.75%, 2/15/37	6/7/2007	10/21/2011	2000	1,878 91	2,559 52	680.61
U S T BOND 4.5%, 5/15/38	8/19/2008	10/21/2011	2000	2,012 11	2,475 62	463 51
U.S T BOND 4 375% 11/15/39	1/6/2010	2/15/2011	5000	4,765 64	4,763.46	(2 18)
ABB LTD	5/7/2010	3/22/2011	115	2047 16	2695 37	648.21
ACTIVISION BLIZZARD INC	7/22/2010	10/20/2011	61	714 48	809 45	94.97
ALTERA CORP	VARIOUS	3/31/2011	63	1385 08	2728.18	1,343 10
ANADARKO PETE CORP	8/7/2009	VARIOUS	17	845 23	1250	404 77
APPLE INC	VARIOUS	VARIOUS	10	936 14	3854 87	2,918 73
ARCH COAL INC	VARIOUS	VARIOUS	104	3247	1704.52	(1,542 48)
ASML HLDG NV	10/2/2009	VARIOUS	69	1957.73	2553.33	595 60
ASSA ABLOY	10/19/2011	10/20/2011	31	342 54	342 54	0.00
AUTOZONE INC	9/1/2011	10/20/2011	2	621 48	653.79	32.31
AXA SPONS ADR	VARIOUS	VARIOUS	164	3446 54	2611 71	(834 83)
BRITISH AMN TOBACO SPADR	VARIOUS	VARIOUS	51	3686 25	4220 11	533 86
CHEVRON CORP	VARIOUS	VARIOUS	53	3591 98	5200 41	1,608 43
CHINA CONSTRUCT UNSPN	2/26/2010	10/20/2011	33	483 36	427 34	(56.02)
CHINA OVERSEAS LAND	4/1/2011	VARIOUS	1236	2591 27	2512 4	(78 87)
CITIGROUP INC	VARIOUS	VARIOUS	105	4828 52	2825 53	(2,002 99)
COGNIZANT TECH SOLUTIONS	12/16/2009	VARIOUS	16	706 89	1173 72	466.83
COMCAST CORP	7/25/2011	10/20/2011	51	1274 49	1203 58	(70.91)
CYRELA BRAZIL REALTY	VARIOUS	3/4/2011	10	2293 93	1903 74	(390 19)
CYTEC INDUSTRIES	VARIOUS	VARIOUS	51	2677.29	2141 46	(535 83)
DAIMLER A	VARIOUS	VARIOUS	78	3777.49	4459 97	682 48

RICHARD C. MARQUARDT FAMILY FOUNDATION
FORM 990PF - RETURN OF PRIVATE FOUNDATION
EIN # 23-2896467
DECEMBER 31, 2011

PART IV - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

LINE 2 - CAPITAL GAIN NET INCOME OR NET CAPITAL LOSS

	DATE ACQUIRED	DATE SOLD	SALES		GROSS PROCEEDS	GAIN (LOSS)
			# OF SHRS	AMOUNT		
DBS GROUP HLDGS SPN ADR	VARIOUS	2/16/2011	51	2457 77	2331 04	(126 73)
DELTA AIRLINES	2/9/2011	4/20/2011	208	2463 09	1899 62	(563.47)
DIRECTV GROUP INC	VARIOUS	VARIOUS	129	4135 27	6145.69	2,010 42
DOVER CORP	VARIOUS	VARIOUS	64	3649 86	3504 33	(145 53)
EMC CORP	7/27/2011	10/20/2011	38	1020 4	904 38	(116 02)
FOCUS MEDIA HLDG LTD	VARIOUS	VARIOUS	134	2507 55	3249 1	741 55
FORTUM CORP	7/29/2011	10/21/2011	60	316 65	284 39	(32 26)
FOSTER WHEELER	12/21/2010	VARIOUS	43	1484 66	988 17	(496 49)
GENTING SINGAPORE	8/13/2010	10/12/2011	28	1439 99	1723 41	283.42
GILEAD SCIENCES INC COM	VARIOUS	1/27/2011	75	3241 98	2925	(316 98)
GOLDMAN SACHS GROUP INC	8/25/2010	10/20/2011	3	432 67	302 06	(130 61)
HALLIBURTON CO	6/29/2011	VARIOUS	23	1140.96	1019.7	(121.26)
HEINEKEN NV	VARIOUS	VARIOUS	256	4652 09	6705.78	2,053 69
HENGAN INTL GROUP CO LTD	VARIOUS	VARIOUS	218	1920 26	1735 31	(184 95)
HOME INNS & HOTELS	3/31/2011	4/13/2011	16	617 7	666 28	48 58
ICICI BANK LTD	VARIOUS	1/31/2011	44	1683 51	1900 37	216 86
IMPERIAL TOP GRP	3/23/2011	VARIOUS	43	2662 69	3072 8	410 11
ING GP NV SPSD ADR	1/27/2011	VARIOUS	248	2888 26	2481 83	(406 43)
JOHNSON & JOHNSON	8/11/2011	10/20/2011	22	1366 07	1375 63	9 56
J P MORGAN	10/3/2011	10/20/2011	16	466 47	528.47	62 00
JULIUS BAER GROUP	10/29/2010	2/10/2011	276	2309 95	2381 72	71 77
KASIKORNBANK PCL	VARIOUS	6/6/2011	532	2350 39	2067.15	(283 24)
LAM RESEARCH CORP	9/15/2010	VARIOUS	55	2119 34	2921.82	802 48
LAZARD LTD	2/2/2010	VARIOUS	42	1677 22	1638 19	(39 03)
LINDE AG SHS	10/12/2011	10/20/2011	28	425 6	425 87	0 27
LLOYDS BANKING GROUP PLC	VARIOUS	10/4/2011	578	1923.79	1095 98	(827 81)
L OREAL CO	9/22/2011	VARIOUS	73	1404 92	1516 4	111 48
MAN GROUP PLC	VARIOUS	VARIOUS	668	2825 18	1517 44	(1,307 74)
MERCADOLIBRE INC	8/3/2010	VARIOUS	11	667 01	836.28	169 27
MTN GROUP LTD-SPONS ADR	10/2/2009	10/20/2011	26	444 74	418 59	(26 15)
NIDEC CORP	6/20/2011	10/20/2011	18	407.64	340 55	(67 09)
NII HLDGS INC	5/15/2009	VARIOUS	75	1336 41	1877 82	541 41
NISSAN MTR LTD	VARIOUS	VARIOUS	198	3260 45	3665.36	404 91
NITTO DENKO CORP	1/15/2010	VARIOUS	27	1131 65	1393.87	262.22
NOVARTIS ADR	VARIOUS	VARIOUS	95	4890 85	5424 78	533 93
OGX PETROLEO E-SPON	7/7/2010	10/20/2011	37	401.27	264.91	(136.36)
ORACLE CORP	10/29/2010	VARIOUS	59	1738 87	1864.25	125 38
PEPISCO INC	VARIOUS	1/28/2011	104	6426.75	6772.49	345 74
PHILIP MORRIS INTL INC	VARIOUS	VARIOUS	56	2813 14	3837 71	1,024 57
PRAXAIR INC	VARIOUS	VARIOUS	20	1705 76	2032 2	326 44
RECKITT BENCKISER GR	9/15/2010	VARIOUS	191	2051 91	1944	(107 91)
RIO TINTO PLC SPN	VARIOUS	VARIOUS	59	2290 96	3776 49	1,485 53
ROGERS COMMUNICATIONS	9/16/2010	10/20/2011	31	1153 83	1102.65	(51 18)
ROYAL DUTCH SHELL	1/28/2011	10/20/2011	17	1184 22	1229 93	45 71
SANDS CHINA LTD	10/29/2010	VARIOUS	111	2366 96	2517 46	150.50
SANOFI AVENTIS SPON ADR	VARIOUS	VARIOUS	89	2717 05	3104 88	387 83
SBERBANK SPONSORED	7/27/2011	VARIOUS	203	3045 22	2384 2	(661 02)
SCHLUMBERGER LTD	6/2/2010	VARIOUS	17	925 91	1285.36	359 45
SCHNEIDER ELEC	3/23/2011	10/20/2011	41	465 34	465 34	0 00
SOCIETE GENERAL SPN	VARIOUS	VARIOUS	371	5178 07	3714.52	(1,463.55)
SPX CORP	VARIOUS	VARIOUS	37	1907 71	2390.91	483 20
SUMITOMO MITSU FINL	11/2/2010	VARIOUS	907	5241 1	5349 59	108 49
SWATCH GROUP AG	11/2/2010	VARIOUS	77	1517 93	1801.84	283.91
TCF FINANCIAL CORP	2/15/2011	VARIOUS	150	2524 08	2060 81	(463 27)
TECK RESOURCES LTD	VARIOUS	VARIOUS	98	3516 45	4508 33	991 88
TELEFONICA SA SPAIN ADR	VARIOUS	VARIOUS	267	5984 55	5368 49	(616 06)
TIFFANY & CO	VARIOUS	VARIOUS	32	1442 85	2356 94	914 09
TULLOW OIL PLC	6/11/2010	8/19/2011	267	2247 95	2107.76	(140 19)
UBS AG	VARIOUS	VARIOUS	236	4275 08	4236 19	(38 89)
UNITED TECHS CORP	8/12/2011	10/20/2011	16	1144 4	1187.66	43 26
VEECO INSTRUMENTS	12/10/2010	10/20/2011	13	619 87	338.12	(281.75)
VERIZON COMMUNICATIONS	8/16/2010	VARIOUS	99	2977 95	3597 48	619 53

RICHARD C. MARQUARDT FAMILY FOUNDATION
 FORM 990PF - RETURN OF PRIVATE FOUNDATION
 EIN # 23-2896467
 DECEMBER 31, 2011

PART IV - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

LINE 2 - CAPITAL GAIN NET INCOME OR NET CAPITAL LOSS

	DATE ACQUIRED	DATE SOLD	SALES		GROSS PROCEEDS	GAIN (LOSS)
			# OF SHRS	AMOUNT		
VERTEX PHARMCTLS INC	4/16/2009	VARIOUS	27	741.42	1296 98	555 56
VODAFONE GROUP PLC	9/1/2011	10/20/2011	39	1045.1	1077 55	32 45
WANT WANT CHINA	VARIOUS	VARIOUS	42	1952 68	1928 07	(24.61)
WEATHERFORD INTL LTD	4/22/2010	4/21/2011	136	2272 4	2787 99	515 59
WELLS FARGO & CO	VARIOUS	10/20/2011	14	399 61	360 35	(39.26)
XILINX INC	10/14/2011	10/20/2011	13	394 75	385 83	(8 92)
CASH IN LIEU	1/7/2011	1/7/2011	0	0 00	8.68	8 68
			<u>156,852</u>	<u>508,428.14</u>	<u>547,519 33</u>	<u>39,091 19</u>

RICHARD C. MARQUARDT FAMILY FOUNDATION
FORM 990 - PF - RETURN OF PRIVATE FOUNDATION
EIN 23-2896467
DECEMBER 31, 2011

PART X - MINIMUM INVESTMENT RETURN

Line 1a. - Average monthly fair market value of securities

		<u>Average</u>	
January 1	1,380,799		
January 31	1,385,475	1,383,137.00	
February 28	1,437,090	1,411,282.50	
March 31	1,439,718	1,438,404.00	
April 30	1,472,592	1,456,155.00	
May 31	1,467,787	1,470,189.50	
June 30	1,448,866	1,458,326.50	
July 31	1,428,741	1,438,803.50	
August 31	1,384,333	1,406,537.00	
September 30	1,333,635	1,358,984.00	
October 31	1,346,459	1,340,047.00	
November 30	1,342,520	1,344,489.50	
December 31	<u>1,336,898</u>	<u>1,339,709.00</u>	
		16,846,064.50 /12 =	<u><u>1,403,839</u></u>

Line 1b - Average monthly cash balances

		<u>Average</u>	
January 1	60,353		
January 31	77,405	68,879.00	
February 28	56,779	67,092.00	
March 31	57,856	57,317.50	
April 30	64,623	61,239.50	
May 31	67,519	66,071.00	
June 30	77,858	72,688.50	
July 31	82,613	80,235.50	
August 31	85,873	84,243.00	
September 30	73,979	79,926.00	
October 31	126,248	100,113.50	
November 30	128,943	127,595.50	
December 31	<u>62,416</u>	<u>95,679.50</u>	
		961,080.50 /12 =	<u><u>80,091</u></u>

RICHARD C. MARQUARDT FAMILY FOUNDATION
FORM 990-PF - RETURN OF PRIVATE FOUNDATION
EIN 23-2896467
DECEMBER 31, 2011

Part XV - Grants and contributions paid during the year

Recipient Name and Address	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				
The Commonwealth Medical College 150 N. Washington Avenue Scranton, PA 18503	N/A	PUBLIC	To further designated work of Organization	\$20,000 00
Covenant Presbyterian Church 550 Madison Avenue Scranton, PA 18510	N/A	PUBLIC	To further designated work of Organization	\$12,900.00
Greater Scranton YMCA 706 N. Blakely Street Dunmore, PA 18512	N/A	PUBLIC	To further designated work of Organization	\$250.00
Everhart Museum 1901 Mulberry Street Scranton, PA 18510	N/A	PUBLIC	To further designated work of Organization	\$250.00
First Presbyterian Church 520 Royal Palm Blvd, Vero Beach, FL 32963	N/A	PUBLIC	To further designated work of Organization	\$19,600.00
Girl Scouts in the Heart of Pennsylvania 350 Hale Avenue Harrisburg, PA 17104	N/A	PUBLIC	To further designated work of Organization	\$250 00
The Hill School 717 E. High St Pottstown, PA 19464	N/A	PUBLIC	To further designated work of Organization	\$1,000.00
John's Island Foundation PO Box 8323 Indian River Shores, FL 32963	N/A	PUBLIC	To further designated work of Organization	\$1,000.00
Johnson College 3427 N. Main Avenue Scranton, PA 18508	N/A	PUBLIC	To further designated work of Organization	\$1,000 00
Junior Achievement of NEPA 27 Memorial Drive West Bethlehem, PA 18015-3086	N/A	PUBLIC	To further designated work of Organization	\$450 00
Keystone College 1 College Green La Plume, Pa 18440	N/A	PUBLIC	To further designated work of Organization	\$1,000.00
Lackawanna College 501 Vine Street Scranton, PA 18509	N/A	PUBLIC	To further designated work of Organization	\$1,000.00
The Lackawanna Historical Society 232 Monroe Avenue Scranton, PA 18510	N/A	PUBLIC	To further designated work of Organization	\$150 00

RICHARD C. MARQUARDT FAMILY FOUNDATION
FORM 990-PF - RETURN OF PRIVATE FOUNDATION
EIN 23-2896467
DECEMBER 31, 2011

Part XV - Grants and contributions paid during the year

Recipient Name and Address	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
Indian River Medical Association 1040 37th Place, Suite 201 Vero Beach, FL 32960	N/A	PUBLIC	To further designated work of Organization	\$500 00
Community Medical Center Healthcare System 1800 Mulberry Street Scranton, PA 18510	N/A	PUBLIC	To further designated work of Organization	\$500.00
Northeastern PA Philharmonic 957 Broadcast Center Avoca, PA 18453	N/A	PUBLIC	To further designated work of Organization	\$250.00
Penn State University - Worthington 120 Ridge View Road Dunmore, PA 18512	N/A	PUBLIC	To further designated work of Organization	\$10,000 00
Riverside Theater 3250 Riverside Park Drive Vero Beach, FL 32963	N/A	PUBLIC	To further designated work of Organization	\$2,500 00
Geisinger Health System Foundation 100 N Academy Ave Danville, PA 17822	N/A	PUBLIC	designated work of Organization	\$200 00
United Way of Lackawanna County 615 Jefferson Avenue Scranton, PA 18510	N/A	PUBLIC	To further designated work of Organization	\$17,000 00
University of Scranton Monroe Ave & Linden Street Scranton, PA 18510	N/A	PUBLIC	To further designated work of Organization	\$1,000.00
Vero Beach Museum of Art 3001 Riverside Park Drive Vero Beach, FL 32963	N/A	PUBLIC	To further designated work of Organization	\$1,500 00
Waverly Community House 1115 N Abington Rd. Waverly, PA 18471	N/A	PUBLIC	To further designated work of Organization	\$2,000 00
Women's Resource Center P O Box 975 Scranton, PA 18501	N/A	PUBLIC	To further designated work of Organization	\$250 00
				<u>\$94,550.00</u>

EMASM Fiscal Statement

THE RICHARD C MARQUARDT

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
21	LINDE AG SHS SP ADR	10/14/11	323.84	313.11	(10.73)	5.00
32	L OREAL CO ADR	09/22/11	615.86	666.56	50.70	12.00
95	L OREAL CO ADR	10/19/11	2,087.19	1,978.85	(108.34)	36.00
34	MTN GROUP LTD-SPONS ADR	10/02/09	581.58	601.80	20.22	29.00
63	MTN GROUP LTD-SPONS ADR	08/23/10	1,051.42	1,115.10	63.68	53.00
47	MTN GROUP LTD-SPONS ADR	03/31/11	954.14	831.90	(122.24)	40.00
15	MERCADOLIBRE INC	08/03/10	909.56	1,193.10	283.54	5.00
9	MERCADOLIBRE INC	10/29/10	595.40	715.86	120.46	3.00
61	NIDEC CORPORATION ADR	06/20/11	1,381.44	1,316.38	(65.06)	16.00
48	NIDEC CORPORATION ADR	06/21/11	1,098.09	1,035.84	(62.25)	13.00
67	NISSAN MTR LTD SPN ADR	09/02/10	1,058.47	1,191.26	132.79	21.00
33	NISSAN MTR LTD SPN ADR	04/25/11	616.06	586.74	(29.32)	11.00
2	NOVARTIS ADR	09/09/10	107.20	114.34	7.14	5.00
19	NOVARTIS ADR	09/21/10	1,074.22	1,086.23	12.01	39.00
10	NOVARTIS ADR	10/08/10	580.83	571.70	(9.13)	21.00
13	NOVARTIS ADR	11/11/10	734.37	743.21	8.84	27.00
16	NOVARTIS ADR	04/20/11	923.18	914.72	(8.46)	33.00

EMATM Fiscal Statement

THE RICHARD C MARQUARDT

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
20	NOVARTIS ADR	07/27/11	1,248.34	1,143.40	(104.94)	41.00
20	NOVARTIS ADR	08/12/11	1,109.38	1,143.40	34.02	41.00
117	NTT DOCOMO INC SPD ADR	11/28/11	2,053.56	2,146.95	93.39	74.00
53	NITTO DENKO CORP ADR	01/15/10	2,221.39	1,883.09	(338.30)	57.00
100	OGX PETROLEO E-SPON ADR	07/07/10	1,084.50	729.00	(355.50)	
34	OGX PETROLEO E-SPON ADR	09/02/10	404.26	247.86	(156.40)	
41	OGX PETROLEO E-SPON ADR	01/27/11	459.72	298.89	(160.83)	
95	ORACLE CORP \$0.01 DEL	10/29/10	2,799.86	2,436.75	(363.11)	23.00
22	PHILIP MORRIS INTL INC	08/20/10	1,146.47	1,726.56	580.09	68.00
19	PHILIP MORRIS INTL INC	08/31/10	976.51	1,491.12	514.61	59.00
16	PHILIP MORRIS INTL INC	08/11/11	1,046.53	1,255.68	209.15	50.00
184	PFIZER INC	11/10/11	3,630.58	3,981.76	351.18	162.00
94	PFIZER INC	11/25/11	1,749.42	2,034.16	284.74	83.00
8	PRAXAIR INC	07/09/08	742.48	855.20	112.72	16.00
27	PRAXAIR INC	03/18/10	2,212.60	2,886.30	673.70	54.00
8	RIO TINTO PLC SPNSRD ADR	06/10/10	380.09	391.36	11.27	10.00
23	RIO TINTO PLC SPNSRD ADR	09/01/10	1,240.70	1,125.16	(115.54)	27.00

PLEASE SEE REVERSE SIDE
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Statement Period Year Ending 12/31/11
Account No. 6UY-04105