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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2011

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation A. DONALD & MARY G. BEHLER FOUNDATION		A Employer identification number 23-2903583
Number and street (or P.O. box number if mail is not delivered to street address) 333 COLUMBIA AVENUE		B Telephone number (610) 377-2510
City or town, state, and ZIP code PALMERTON, PA 18071		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 ☐ Foreign organizations meeting the 85% test, 2. 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) ▶ \$ 771,732. (Part I, column (d) must be on cash basis)	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)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		17,582.	17,533.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-3,306.			
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)			0.		
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		75.	75.		STATEMENT 2
12 Total. Add lines 1 through 11		14,351.	17,608.		
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 STMT 3		2,350.	0.		2,350.
c Other professional fees STMT 4		8,905.	8,905.		0.
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		252.	67.		185.
24 Total operating and administrative expenses. Add lines 13 through 23		11,507.	8,972.		2,535.
25 Contributions, gifts, grants paid		45,100.			45,100.
26 Total expenses and disbursements. Add lines 24 and 25		56,607.	8,972.		47,635.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-42,256.			
b Net investment income (if negative, enter -0-)			8,636.		
c Adjusted net income (if negative, enter -0-)				N/A	

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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			34,794.	20,836.	20,836.
	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					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock STMT 6	693,467.	671,045.	722,728.		
	c Investments - corporate bonds STMT 7	16,768.	16,768.	12,224.		
11 Investments - land, buildings, and equipment basis ▶	2,817.					
Less: accumulated depreciation STMT 8 ▶	2,817.					
12 Investments - mortgage loans						
13 Investments - other STMT 9	20,568.	14,692.	15,944.			
14 Land, buildings, and equipment: basis ▶						
Less: accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers)	765,597.	723,341.	771,732.			
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	765,597.	723,341.			
30 Total net assets or fund balances	765,597.	723,341.				
31 Total liabilities and net assets/fund balances	765,597.	723,341.				

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	765,597.
2 Enter amount from Part I, line 27a	2	-42,256.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	723,341.
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	723,341.

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			
b SEE ATTACHED STATEMENT			
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			
b			
c			
d			
e 559,521.		562,827.	-3,306.

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			
b			
c			
d			
e			-3,306.

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	-3,306.
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	51,479.	806,000.	.063870
2009	44,752.	729,518.	.061345
2008	56,438.	904,110.	.062424
2007	50,350.	1,143,621.	.044027
2006	54,773.	1,094,445.	.050046

2 Total of line 1, column (d)	2	.281712
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	.056342
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	793,605.
5 Multiply line 4 by line 3	5	44,713.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	86.
7 Add lines 5 and 6	7	44,799.
8 Enter qualifying distributions from Part XII, line 4	8	47,635.

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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	86.
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	86.
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	86.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,062.
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	2,062.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ 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	1,976.
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax ☒ 1,976. Refunded ☐	11	0.

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
b 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
c 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) ☒ PA		
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

N/A

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 ► A. DONALD BEHLER Telephone no. ► 610-377-2510 Located at ► 333 COLUMBIA AVENUE, PALMERTON, PA ZIP+4 ► 18071			
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

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

6b

X

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
SEE STATEMENT 10		0.	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 VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. 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

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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	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	777,875.
b	Average of monthly cash balances	1b	27,815.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	805,690.
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	805,690.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	12,085.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	793,605.
6	Minimum investment return. Enter 5% of line 5	6	39,680.

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	39,680.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	86.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	86.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	39,594.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	39,594.
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	39,594.

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	47,635.
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	47,635.
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	86.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	47,549.

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				39,594.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			13,654.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 47,635.				
a Applied to 2010, but not more than line 2a			13,654.	
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				33,981.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see 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				5,613.
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	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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(1)(3) or ☐ 4942(1)(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

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV. Supplemental Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution * *	Amount
a Paid during the year				
AMERICAN CANCER SOCIETY 712 KEYSER AVENUE TAYLOR, PA 18517	NONE	PUBLIC	UNRESTRICTED	700.
AMERICAN RED CROSS OF CARBON COUNTY 2200 AVENUE A BETHLEHEM, PA 18017	NONE	PUBLIC	UNRESTRICTED	500.
BOWMANSTOWN FIRE COMPANY 259 LIME STREET BOWMANSTOWN, PA 18030	NONE	PUBLIC	UNRESTRICTED	250.
FAMILY PROMISE 167 SOUTH THIRD STREET LEHIGHTON, PA 18235	NONE	PUBLIC	UNRESTRICTED	1,000.
CALADIUM ARTS & CRAFTS 132 E INTERLAKE BLVD LAKE PLACID, FL 33852	NONE	PUBLIC	UNRESTRICTED	1,000.
Total	SEE CONTINUATION SHEET(S)			45,100.
b Approved for future payment				
NONE				
Total				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		Related or exempt function income
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities			14	17,582.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income			14	75.		
8 Gain or (loss) from sales of assets other than inventory			18	-3,306.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		14,351.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	14,351.

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

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

[illegible]

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
DISABLED VETERANS NATIONAL FOUNDATION 625 DEACON STREET SCRANTON, PA 18509	NONE	PUBLIC	UNRESTRICTED	200.
FIRST UNITED CHURCH OF CHRIST 457 DELAWARE AVE PALMERTON, PA 18071	NONE	PUBLIC	UNRESTRICTED	10,000.
LAKE PLACID ART LEAGUE 127 DAL HALL BLVD LAKE PLACID, FL 33852	NONE	PUBLIC	UNRESTRICTED	500.
GEORGE WASHINGTON'S MOUNT VERN 3200 MOUNT VERNON MEMORIAL HWY MOUNT VERNON, VA 22309	NONE	PUBLIC	UNRESTRICTED	200.
LEIGHTON MEMORIAL LIBRARY 124 NORTH STREET LEHIGHTON, PA 18235	NONE	PUBLIC	UNRESTRICTED	500.
MAUCH CHUNK HISTORICAL SOCIETY 14 WEST BROADWAY JIM THORPE, PA 18229	NONE	PUBLIC	UNRESTRICTED	1,000.
MINISI TRAILS COUNCIL - FRIENDS OF SCOUTING 991 POSTAL ROAD ALLENTOWN, PA 18109	NONE	PUBLIC	UNRESTRICTED	5,000.
PALMERTON YOUTH WRESTLING CHEERLEADING ASSOCIATION (PYWCA) 680 4TH STREET PALMERTON, PA 18071	NONE	PUBLIC	UNRESTRICTED	1,000.
PALMERTON LIBRARY 402 DELAWARE AVE PALMERTON, PA 18071	NONE	PUBLIC	UNRESTRICTED	20,500.
PALMERTON MEALS ON WHEELS 4240 FRITCH DRIVE BETHLEHEM, PA 18017	NONE	PUBLIC	UNRESTRICTED	500.
Total from continuation sheets				41,650.

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - TAFTON FIRE COMPANY

UNRESTRICTED

UNRESTRICTED

A. DONALD & MARY G. BEHLER FOUNDATION

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 1 (PAGES 1-27 OF 31)	P	12/31/11	12/31/11
b	SEE ATTACHED STATEMENT 1 (PAGES 27-31 OF 31)	P	12/31/11	12/31/11
c	SEE ATTACHED STATEMENT 2 (PAGE 1 OF 2)	P	12/31/11	12/31/11
d	SEE ATTACHED STATEMENT 2 (PAGES 1-2 OF 2)	P	12/31/11	12/31/11
e	SEE ATTACHED STATEMENT 3 (PAGE 1 OF 5)	P	12/31/11	12/31/11
f	SEE ATTACHED STATEMENT 3 (PAGES 1-3 OF 5)	P	12/31/11	12/31/11
g	SEE ATTACHED STATEMENT 3 (PAGES 3-5 OF 5)	P	12/31/11	12/31/11
h	VARIOUS - 0314	P	12/31/11	12/31/11
i	TD BANKNORTH INC	P	12/31/11	12/31/11
j				
k				
l				
m				
n				
o				

(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 186,155.		189,336.	-3,181.
b 36,157.		30,923.	5,234.
c 20,480.		27,603.	-7,123.
d 66,583.		58,171.	8,412.
e 103,895.		111,616.	-7,721.
f 132,043.		141,857.	-9,814.
g 14,170.		3,321.	10,849.
h 8.			8.
i 30.			30.
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-3,181.
b			5,234.
c			-7,123.
d			8,412.
e			-7,721.
f			-9,814.
g			10,849.
h			8.
i			30.
j			
k			
l			
m			
n			
o			

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	-3,306.
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

FORM 990-PF PAGE 1

FD-066

128111
05-01-11

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MAGELLAN FINANCIAL DIV (0314)	1,682.	0.	1,682.
MAGELLAN FINANCIAL DIV (2454)	9,791.	0.	9,791.
MAGELLAN FINANCIAL DIV (4112)	6,109.	0.	6,109.
TOTAL TO FM 990-PF, PART I, LN 4	17,582.	0.	17,582.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
SCHEDULE K-1 - PROSHARES ULTRA SHORT DJ-UBS COMMODITY	75.	75.	
TOTAL TO FORM 990-PF, PART I, LINE 11	75.	75.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,350.	0.		2,350.
TO FORM 990-PF, PG 1, LN 16B	2,350.	0.		2,350.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKER FEES	8,905.	8,905.		0.
TO FORM 990-PF, PG 1, LN 16C	8,905.	8,905.		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	
FOREIGN TAXES PAID	67.	67.		0.	
OFFICE SUPPLIES	185.	0.		185.	
TOTAL TO FORM 990-PF, PG 1, LN 23	252.	67.		185.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
CORPORATE STOCK	671,045.		722,728.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	671,045.		722,728.	

FORM 990-PF	CORPORATE BONDS		STATEMENT	7
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
CORPORATE BONDS	16,768.		12,224.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	16,768.		12,224.	

FORM 990-PF	DEPRECIATION OF ASSETS HELD FOR INVESTMENT		STATEMENT	8
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	
ORGANIZATIONAL COSTS	2,817.	2,817.	0.	
TOTAL TO FM 990-PF, PART II, LN 11	2,817.	2,817.	0.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	COST	14,692.	15,944.
TOTAL TO FORM 990-PF, PART II, LINE 13		14,692.	15,944.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	10
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
A. DONALD BEHLER 333 COLUMBIA AVENUE PALMERTON, PA 18071	PRESIDENT, TREASURER, DIR 0.00	0.	0.	0.
MARY G. BEHLER 333 COLUMBIA AVENUE PALMERTON, PA 18071	SECRETARY & DIRECTOR 0.00	0.	0.	0.
ANDREW D. BEHLER 925 CHARLES STREET PALMERTON, PA 18071	DIRECTOR 0.00	0.	0.	0.
JUDITH ANN BARTHOLOMEW 175 OLIVE STREET LEHIGHTON, PA 18235	DIRECTOR 0.00	0.	0.	0.
DONNA L. CORRELL 460 PETER AVENUE PALMERTON, PA 18071	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Annual Statement Information

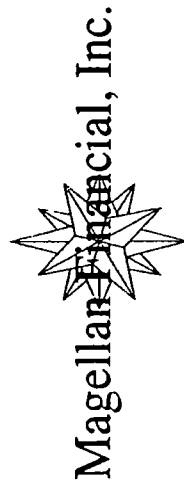
Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss Detail

Short Term Description	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
AGNICO-EAGLE MINES LTD	X	7.00000	83.9689	11/09/10	01/05/11	496.76	587.78	-91.02
	X	2.00000	80.9075	11/10/10	01/05/11	141.94	161.82	-19.88
Subtotal		9.00000				638.70	749.60	-110.90
ALBEMARLE CORP	X	9.00000	45.7489	09/29/10	08/03/11	564.96	411.75	153.21
	X	1.00000	45.7489	09/29/10	09/22/11	41.35	45.74	-4.39



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Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
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 BEHLER FOUNDATION
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Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
Subtotal									
APACHE CORP COMMON		X	19.00000	46.6695	09/30/10	09/22/11	785.74	886.73	-100.99
Subtotal			29.00000				1,392.05	1,344.22	47.83
APPLE INC		X	7.00000	116.6823	12/16/10	01/31/11	807.67	816.78	-9.11
Subtotal			1.00000				327.38	239.37	88.01
ASSURED GUARANTY LTD		X	10.00000	19.9891	10/13/10	01/25/11	150.51	199.89	-49.38
		X	45.00000	21.1412	10/14/10	01/25/11	677.34	951.36	-274.02
		X	21.00000	21.1412	10/14/10	01/26/11	313.99	443.96	-129.97
		X	11.00000	21.7162	10/15/10	01/31/11	157.09	238.88	-81.79
		X	7.00000	21.3128	10/21/10	01/31/11	99.96	149.19	-49.23
		X	16.00000	19.5048	10/25/10	01/31/11	228.51	312.08	-83.57
Subtotal			110.00000				1,627.40	2,295.36	-667.96
BARRICK GOLD CORP		X	11.00000	53.0077	11/09/10	01/06/11	543.40	583.08	-39.68
		X	2.00000	51.4094	11/10/10	01/06/11	98.80	102.82	-4.02
Subtotal			13.00000				642.20	685.90	-43.70
BORG WARNER INC		X	6.00000	48.3170	09/03/10	05/18/11	423.31	289.91	133.40
		X	5.00000	48.3170	09/03/10	05/23/11	340.46	241.58	98.88
		X	4.00000	47.5556	09/13/10	05/23/11	272.37	190.23	82.14
		X	3.00000	47.5556	09/13/10	05/31/11	215.73	142.66	73.07
Subtotal			18.00000				1,251.87	864.38	387.49
BRISTOL MYERS SQUIBB CO		X	17.00000	26.2066	04/08/10	03/01/11	436.35	445.52	-9.17
		X	13.00000	26.2066	04/08/10	03/07/11	343.06	340.69	2.37
Subtotal			30.00000				779.41	786.21	-6.80
CHICAGO BRIDGE AND IRON - NEW YORK SHARES			15.00000	39.7302	03/22/11	08/05/11	507.51	595.96	-88.45

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Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
			8.00000	39.7302	03/22/11	08/08/11	226.09	317.84	-91.75
			16.00000	39.7302	03/22/11	10/04/11	400.96	635.68	-234.72
			8.00000	41.8314	04/05/11	10/04/11	200.48	334.65	-134.17
			47.00000				1,335.04	1,884.13	-549.09
			9.00000	76.7528	10/07/10	06/23/11	753.34	690.78	62.56
			4.00000	79.7858	10/08/10	06/23/11	334.83	319.14	15.69
			13.00000				1,088.17	1,009.92	78.25
			25.00000	65.6421	02/22/11	04/14/11	1,637.78	1,641.05	-3.27
			9.00000	33.9862	04/08/10	02/23/11	380.62	305.88	74.74
			8.00000	33.9862	04/08/10	03/25/11	315.09	271.89	43.20
			5.00000	33.9862	04/08/10	03/29/11	192.86	169.94	22.92
			5.00000	33.9862	04/08/10	03/31/11	199.40	169.93	29.47
			27.00000				1,087.97	917.64	170.33
			59.00000	35.5163	04/08/10	01/04/11	2,259.17	2,095.46	163.71
			5.00000	28.7300	04/08/10	02/07/11	171.29	143.65	27.64
			18.00000	28.7300	04/08/10	02/10/11	593.48	517.14	76.34
			15.00000	28.7300	04/08/10	02/18/11	506.16	430.95	75.21
			11.00000	28.7300	04/08/10	02/23/11	377.04	316.03	61.01
			49.00000				1,647.97	1,407.77	240.20
			6.00000	36.9855	02/04/11	11/17/11	161.06	221.92	-60.86
			8.00000	42.7415	04/20/10	01/04/11	232.96	341.93	-108.97



Statement 1 (Page 3 of 31)



Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
		X	1.00000	42.7415	04/20/10	02/07/11	28.56	42.74	-14.18
		X	9.00000	42.8099	04/21/10	02/07/11	257.08	385.29	-128.21
		X	10.00000	34.8128	09/21/10	02/07/11	285.66	348.13	-62.47
Subtotal			28.00000				804.26	1,118.09	-313.83
ENERGY XXI BERMUDA LTD			12.00000	35.3516	04/26/11	07/25/11	408.57	424.22	-15.65
EOG RESOURCES INC			8.00000	113.5884	02/23/11	05/05/11	829.86	908.71	-78.85
			6.00000	113.1886	02/24/11	05/05/11	622.40	679.13	-56.73
Subtotal			14.00000				1,452.26	1,587.84	-135.58
ETFS PALLADIUM TRUST ETF									
SHS BEN INT		X	4.00000	55.6647	09/27/10	02/23/11	314.54	222.66	91.88
		X	5.00000	57.1742	09/30/10	02/23/11	393.18	285.87	107.31
		X	11.00000	59.0533	10/07/10	02/23/11	865.01	649.59	215.42
		X	9.00000	59.0533	10/07/10	03/10/11	683.39	531.48	151.91
		X	4.00000	66.7028	11/04/10	03/10/11	303.73	266.81	36.92
		X	6.00000	75.1770	12/02/10	03/10/11	455.61	451.06	4.55
Subtotal			39.00000				3,015.46	2,407.47	607.99
ETFS PLATINUM TRUST ETF									
SHS BEN INT		X	9.00000	163.7333	09/24/10	03/10/11	1,577.62	1,473.60	104.02
				163.9896				1,475.91	
		X	2.00000	173.8700	11/04/10	03/10/11	350.59	347.74	2.85
				174.1359				348.27	
Subtotal			11.00000				1,928.21	1,821.34	106.87
								1,824.18	
EXPEDITORS INTL WASH INC		X	9.00000	43.6823	08/04/10	01/31/11	455.07	393.14	61.93
		X	6.00000	43.6823	08/04/10	03/01/11	287.22	262.09	25.13
		X	1.00000	44.0648	08/05/10	03/01/11	47.87	44.07	3.80

Statement 1 (Page 4 of 31)

Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
FIFTH THIRD BANCORP		X	5.00000	44.0648	08/05/10	03/07/11	240.96	220.33	20.63
		X	19.00000	44.0648	08/05/10	03/25/11	920.47	837.22	83.25
		X	7.00000	43.6718	08/06/10	03/25/11	339.13	305.70	33.43
			47.00000				2,290.72	2,062.55	228.17
	Subtotal						1,250.75	1,404.85	-154.10
FMC TECHNOLOGIES INC			5.00000	14.7878	01/04/11	05/04/11	64.61	73.94	-9.33
			15.00000	14.7878	01/04/11	05/06/11	194.26	221.82	-27.56
			40.00000	14.7878	01/04/11	05/13/11	499.60	591.50	-91.90
			48.00000	15.0184	01/06/11	05/13/11	599.52	720.88	-121.36
	Subtotal		203.00000				2,508.74	3,012.99	-404.25
FORTUNE BRANDS HOME & SECURITY INC		X	7.00000	67.0894	04/08/10	03/10/11	620.45	469.63	150.82
		X	4.00000	67.0894	04/08/10	03/15/11	344.92	268.36	76.56
		X	4.00000	35.3082	10/08/10	05/04/11	175.20	141.24	33.96
		X	15.00000	35.3082	10/08/10	05/05/11	647.95	529.62	118.33
		X	15.00000	35.3082	10/08/10	05/06/11	643.13	529.62	113.51
GENERAL ELECTRIC COMPANY			45.00000				2,431.65	1,938.47	493.18
			34.00000	13.9027	05/27/11	10/06/11	420.08	472.69	-52.61
			10.00000	13.8362	06/17/11	10/06/11	123.56	138.36	-14.80
			44.00000				543.64	611.05	-67.41
	Subtotal						307.02	345.08	-38.06
GIVAUDAN-UNSPON-ADR			16.00000	21.5671	02/14/11	03/15/11	341.66	388.21	-46.55
			18.00000	21.5671	02/14/11	03/16/11	1,449.46	1,617.52	-168.06
			75.00000	21.5671	02/14/11	03/23/11	2,098.14	2,350.81	-252.67
			109.00000				336.44	296.14	40.30
	Subtotal	X	17.00000	17.4200	04/08/10	01/31/11			





Magellan Financial, Inc.

Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
		X	40.00000	17.4200	04/08/10	02/07/11	800.84	696.80	104.04
		X	56.00000	17.4200	04/08/10	02/09/11	1,060.79	975.52	85.27
			113.00000				2,198.07	1,968.46	229.61
		X	8.00000	83.1700	04/08/10	02/01/11	555.58	665.36	-109.78
		X	9.00000	86.9403	04/15/10	02/01/11	625.02	782.46	-157.44
		X	4.00000	79.3890	09/13/10	02/01/11	277.80	317.56	-39.76
			21.00000				1,458.40	1,765.38	-306.98
		X	15.00000	14.0403	11/02/10	02/16/11	224.84	210.60	14.24
		X	20.00000	14.7221	11/03/10	02/17/11	298.70	294.44	4.26
		X	10.00000	15.7878	11/04/10	02/17/11	149.36	157.88	-8.52
			45.00000				672.90	662.92	9.98
			10.00000	53.6874	05/19/11	09/13/11	498.70	536.88	-38.18
			20.00000	53.6874	05/19/11	09/15/11	1,020.17	1,073.75	-53.58
			13.00000	53.6874	05/19/11	10/05/11	642.61	697.93	-55.32
			2.00000	54.0882	05/20/11	10/05/11	98.87	108.18	-9.31
			4.00000	54.0882	05/20/11	10/11/11	203.50	216.35	-12.85
			3.00000	53.7563	05/26/11	10/11/11	152.63	161.27	-8.64
			2.00000	53.7563	05/26/11	10/12/11	102.40	107.51	-5.11
			7.00000	53.7647	06/17/11	10/12/11	358.42	376.35	-17.93
			61.00000				3,077.30	3,278.22	-200.92
		X	7.00000	51.3972	10/12/10	01/31/11	303.91	359.77	-55.86
		X	18.00000	52.9312	10/13/10	01/31/11	781.50	952.76	-171.26
			25.00000				1,085.41	1,312.53	-227.12

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Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
IMPERIAL OIL LTD NEW			29.00000	54.2368	03/07/11	06/21/11	1,313.42	1,572.87	-259.45
			4.00000	50.4249	03/16/11	06/21/11	181.17	201.70	-20.53
			3.00000	50.4249	03/16/11	06/27/11	131.68	151.27	-19.59
			4.00000	53.7797	04/05/11	06/27/11	175.59	215.12	-39.53
Subtotal			40.00000				1,801.86	2,140.96	-339.10
INTERDIGITAL INC			8.00000	56.6402	02/14/11	02/24/11	379.51	453.12	-73.61
			2.00000	56.6402	02/14/11	08/05/11	132.12	113.28	18.84
			3.00000	57.9493	02/16/11	08/05/11	198.19	173.85	24.34
			2.00000	57.9493	02/16/11	08/15/11	120.65	115.90	4.75
			10.00000	58.1057	02/18/11	08/15/11	603.27	581.06	22.21
			16.00000	56.3828	02/22/11	08/15/11	965.23	902.12	63.11
			1.00000	44.2458	05/11/11	08/15/11	60.33	44.25	16.08
			13.00000	44.2458	05/11/11	10/26/11	584.80	575.20	9.60
			9.00000	44.2458	05/11/11	10/27/11	398.72	398.20	0.52
			5.00000	62.4594	09/20/11	10/27/11	221.52	312.30	-90.78
Subtotal			69.00000				3,664.34	3,669.28	-4.94
ISRAEL CHEMICALS-UNSPON									
ADR		X	48.00000	16.8512	12/20/10	02/24/11	759.04	808.86	-49.82
		X	32.00000	16.8512	12/20/10	03/08/11	509.25	539.24	-29.99
		X	10.00000	16.8512	12/20/10	03/09/11	156.58	168.51	-11.93
			8.00000	17.5689	01/06/11	03/09/11	125.28	140.56	-15.28
			20.00000	17.5689	01/06/11	03/30/11	329.36	351.38	-22.02
			12.00000	17.5689	01/06/11	05/03/11	204.07	210.82	-6.75
			43.00000	17.3919	01/10/11	05/03/11	731.26	747.85	-16.59
Subtotal			173.00000				2,814.84	2,967.22	-152.38



Account Number: 5823-0314
Command Account Number: 9087786629
A. DONALD AND MARY G.
BEHLER FOUNDATION
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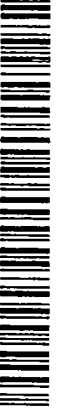
Short Term		Continued								
Description	Noncovered	Share Quantity	Adjusted Price/Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount		
JOHNSON CONTROLS INC	X	9.00000	28.7336	07/23/10	05/17/11	343.86	258.60	85.26		
	X	22.00000	29.0360	07/26/10	05/17/11	840.55	638.79	201.76		
	X	13.00000	29.2081	09/13/10	05/17/11	496.69	379.71	116.98		
Subtotal		44.00000				1,681.10	1,277.10	404.00		
JPMORGAN CHASE & CO		7.00000	44.7998	01/13/11	04/04/11	323.10	313.60	9.50		
		36.00000	44.7998	01/13/11	05/02/11	1,646.77	1,612.79	33.98		
Subtotal		43.00000				1,969.87	1,926.39	43.48		
KINDER MORGAN MGMT LLC		0.76949	0.0000	08/12/11	08/12/11	46.58	0.01	46.57		
		0.75590	0.0000	11/14/11	11/14/11	51.02	0.01	51.01		
Subtotal		1.52539				97.60	0.02	97.58		
KOMATSU LTD										
SPON ADR NEW		35.00000	34.2229	03/28/11	09/07/11	865.66	1,197.80	-332.14		
		21.00000	35.0864	05/11/11	09/07/11	519.40	736.82	-217.42		
		2.00000	35.0864	05/11/11	09/12/11	45.19	70.17	-24.98		
		26.00000	30.9589	06/30/11	09/12/11	587.49	804.93	-217.44		
Subtotal		84.00000				2,017.74	2,809.72	-791.98		
KRAFT FOODS INC CL A	X	17.00000	30.4393	05/10/10	01/04/11	535.99	517.46	18.53		
	X	24.00000	29.0556	06/02/10	01/04/11	756.69	697.33	59.36		
	X	8.00000	28.7624	06/09/10	01/04/11	252.24	230.10	22.14		
Subtotal		49.00000				1,544.92	1,444.89	100.03		
LAS VEGAS SANDS CORP	X	9.00000	45.2465	10/29/10	01/11/11	445.52	407.22	38.30		
	X	1.00000	47.1310	11/01/10	01/11/11	49.51	47.14	2.37		
	X	22.00000	47.1310	11/01/10	01/28/11	1,003.19	1,036.87	-33.68		
Subtotal		32.00000				1,498.22	1,491.23	6.99		
LORILLARD INC		5.00000	116.2005	05/20/11	10/20/11	576.95	581.01	-4.06		

Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
MARKET VECTOR GOLD MINERS			7.00000	116.2005	05/20/11	10/21/11	808.68	813.40	-4.72
			2.00000	116.2005	05/20/11	11/10/11	214.10	232.40	-18.30
			14.00000				1,599.73	1,626.81	-27.08
	Subtotal								
MBIA INC			13.00000	60.7891	07/18/11	08/08/11	726.05	790.26	-64.21
			9.00000	60.7359	07/22/11	08/08/11	502.65	546.62	-43.97
			3.00000	61.4391	07/25/11	08/08/11	167.56	184.32	-16.76
			13.00000	61.4391	07/25/11	08/09/11	730.33	798.71	-68.38
MCDONALDS CORP			5.00000	61.4391	07/25/11	08/12/11	293.74	307.19	-13.45
			6.00000	59.0719	08/03/11	08/12/11	352.49	354.43	-1.94
	Subtotal		49.00000				2,772.82	2,981.53	-208.71
		X	8.00000	12.6380	10/20/10	01/26/11	91.17	101.10	-9.93
MF GLOBAL HLDGS LTD			1.00000	12.8117	10/21/10	01/26/11	11.40	12.82	-1.42
		X	19.00000	12.8117	10/21/10	03/02/11	197.54	243.41	-45.87
	Subtotal		28.00000				300.11	357.33	-57.22
		X	11.00000	73.7036	08/23/10	01/13/11	802.83	810.75	-7.92
MGM RESOFTS INTERNATIONAL			30.00000	9.1039	01/10/11	08/05/11	194.40	273.12	-78.72
			10.00000	9.0226	01/11/11	08/05/11	64.81	90.23	-25.42
			10.00000	9.0226	01/11/11	08/08/11	61.16	90.23	-29.07
			10.00000	9.0226	01/11/11	08/08/11	61.16	90.23	-29.07
			10.00000	9.0226	01/11/11	08/11/11	54.85	90.23	-35.38
			17.00000	9.0226	01/11/11	08/23/11	85.73	153.37	-67.64
	Subtotal		87.00000				522.11	787.41	-265.30
		X	50.00000	13.6176	12/17/10	02/23/11	671.03	680.88	-9.85



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Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
		X	31.00000	13.8958	12/20/10	02/23/11	416.05	430.77	-14.72
		X	14.00000	13.8958	12/20/10	02/23/11	187.88	194.54	-6.66
			16.00000	16.2735	01/11/11	02/23/11	214.74	260.38	-45.64
			28.00000	16.2735	01/11/11	02/23/11	375.78	455.65	-79.87
			139.00000				1,865.48	2,022.22	-156.74
	Subtotal								
MONSTER WORLDWIDE INC		X	26.00000	15.9965	04/08/10	03/03/11	444.01	415.91	28.10
		X	7.00000	15.9965	04/08/10	03/04/11	112.73	111.98	0.75
		X	13.00000	15.9965	04/08/10	03/07/11	199.00	207.96	-8.96
		X	13.00000	15.9965	04/08/10	03/08/11	199.17	207.95	-8.78
		X	12.00000	15.9965	04/08/10	03/31/11	191.41	191.96	-0.55
			71.00000				1,146.32	1,135.76	10.56
	Subtotal								
MOTOROLA MOBILITY HOLDINGS INC			21.00000	22.3101	08/05/11	08/17/11	800.98	468.52	332.46
			44.00000	22.3101	08/05/11	08/18/11	1,670.00	981.64	688.36
			11.00000	23.7077	08/11/11	08/18/11	417.51	260.79	156.72
			11.00000	23.7077	08/11/11	08/19/11	416.81	260.78	156.03
			16.00000	24.4812	08/12/11	08/19/11	606.29	391.70	214.59
			103.00000				3,911.59	2,363.43	1,548.16
	Subtotal								
NALCO HOLDING CO		X	42.00000	24.5300	04/08/10	02/24/11	1,061.07	1,030.26	30.81
		X	7.00000	25.4474	04/15/10	02/24/11	176.84	178.13	-1.29
		X	11.00000	21.2005	07/02/10	02/24/11	277.90	233.21	44.69
		X	16.00000	22.4291	07/08/10	02/24/11	404.23	358.87	45.36
		X	9.00000	23.5456	07/13/10	02/24/11	227.38	211.91	15.47
			85.00000				2,147.42	2,012.38	135.04
	Subtotal								

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Annual Statement Information

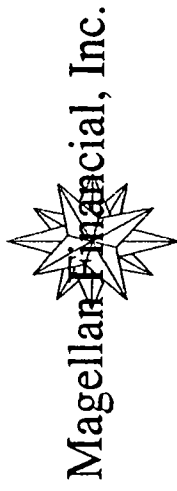
Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term	Continued	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
NATIONAL OILWELL VARCO INC								
		6.00000	77.9562	02/07/11	06/15/11	420.69	467.74	-47.05
		5.00000	77.9562	02/07/11	06/17/11	345.97	389.79	-43.82
		9.00000	77.9562	02/07/11	06/27/11	629.94	701.61	-71.67
		5.00000	77.9562	02/07/11	07/27/11	399.53	389.78	9.75
		15.00000	77.9562	02/07/11	07/28/11	1,208.34	1,169.33	39.01
		40.00000				3,004.47	3,118.25	-113.78
NAVISTAR INTL CORP NEW								
		9.00000	63.1981	03/10/11	06/08/11	512.06	568.79	-56.73
		4.00000	63.1981	03/10/11	06/10/11	219.18	252.79	-33.61
		2.00000	64.5238	03/11/11	06/10/11	109.60	129.05	-19.45
		5.00000	64.5238	03/11/11	06/13/11	268.66	322.62	-53.96
		5.00000	64.5238	03/11/11	08/03/11	232.04	322.62	-90.58
		3.00000	63.5454	03/14/11	08/03/11	139.23	190.64	-51.41
		2.00000	63.5454	03/14/11	09/12/11	73.05	127.09	-54.04
		5.00000	66.9272	03/21/11	09/12/11	182.65	334.64	-151.99
		35.00000				1,736.47	2,248.24	-511.77
NESTLE S A REG ADR								
		16.00000	61.6494	08/11/11	10/24/11	934.17	986.40	-52.23
		6.00000	61.6494	08/11/11	10/26/11	347.24	369.89	-22.65
		5.00000	63.8053	08/12/11	10/26/11	289.37	319.03	-29.66
		9.00000	63.8053	08/12/11	11/03/11	517.11	574.25	-57.14
		9.00000	63.8053	08/12/11	11/04/11	516.53	574.24	-57.71
		45.00000				2,604.42	2,823.81	-219.39
NEWMONT MINING CORP NEW								
	X	9.00000	63.3358	11/09/10	01/06/11	517.86	570.02	-52.16
	X	2.00000	61.6548	11/10/10	01/06/11	115.09	123.31	-8.22



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Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
Subtotal			11.00000				632.95	693.33	-60.38
NEXTERA ENERGY INC		X	24.00000	54.7452	09/09/10	01/05/11	1,256.84	1,313.88	-57.04
NORFOLK SOUTHERN CORP			6.00000	65.3875	02/28/11	05/17/11	425.40	392.33	33.07
			6.00000	65.3875	02/28/11	05/26/11	429.58	392.32	37.26
			12.00000	65.5628	03/01/11	05/26/11	859.18	786.75	72.43
			6.00000	66.7346	03/18/11	05/26/11	429.60	400.41	29.19
Subtotal			30.00000				2,143.76	1,971.81	171.95
NOVO NORDISK A S ADR		X	4.00000	79.7466	06/11/10	03/25/11	481.41	318.99	162.42
		X	1.00000	79.7466	06/11/10	03/29/11	121.19	79.74	41.45
Subtotal			5.00000				602.60	398.73	203.87
NOVOZYMES A/S ADR		X	3.00000	125.9229	08/17/10	08/11/11	398.92	377.77	21.15
NXP SEMICONDUCTORS NV			15.00000	26.2810	03/16/11	05/26/11	416.80	394.22	22.58
			10.00000	27.4831	03/18/11	05/26/11	277.86	274.83	3.03
			20.00000	28.0064	03/21/11	05/26/11	555.73	560.13	-4.40
			10.00000	27.5713	03/22/11	05/26/11	277.87	275.71	2.16
			6.00000	31.0098	03/29/11	05/26/11	166.73	186.06	-19.33
Subtotal			61.00000				1,694.99	1,690.95	4.04
NYSE EURONEXT		X	1.00000	30.4063	04/08/10	01/31/11	32.18	30.40	1.78
		X	11.00000	32.7347	04/14/10	01/31/11	354.01	360.08	-6.07
Subtotal			12.00000				386.19	390.48	-4.29
OCCIDENTAL PETE CORP		X	2.00000	95.0494	12/13/10	11/15/11	195.19	190.10	5.09
		X	3.00000	95.0494	12/13/10	11/16/11	300.38	285.15	15.23
			4.00000	98.6489	02/01/11	11/16/11	400.52	394.60	5.92
			2.00000	103.9638	04/05/11	11/16/11	200.26	207.93	-7.67
Subtotal			11.00000				1,096.35	1,077.78	18.57

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Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
ORACLE CORPORATION			28.00000	27.4367	08/29/11	12/21/11	713.93	768.23	-54.30
			6.00000	27.4367	08/29/11	12/22/11	155.21	164.62	-9.41
Subtotal			34.00000				869.14	932.85	-63.71
ORIX CORP SPONSOREC ADR			9.00000	54.3470	07/28/11	09/15/11	358.20	489.12	-130.92
			9.00000	54.4148	07/29/11	09/15/11	358.22	489.74	-131.52
			11.00000	54.4148	07/29/11	11/07/11	481.97	598.56	-116.59
Subtotal			29.00000				1,198.39	1,577.42	-379.03
PEABODY ENERGY CORP		X	5.00000	48.9671	09/30/10	03/08/11	337.25	244.84	92.41
		X	13.00000	48.9671	09/30/10	03/10/11	810.00	636.58	173.42
		X	10.00000	48.9671	09/30/10	05/12/11	605.65	489.66	115.99
		X	1.00000	50.4861	10/01/10	05/12/11	60.57	50.49	10.08
		X	12.00000	50.4861	10/01/10	05/16/11	702.84	605.84	97.00
		X	13.00000	50.4861	10/01/10	05/20/11	764.01	656.31	107.70
		X	2.00000	50.4861	10/01/10	06/08/11	112.52	100.97	11.55
		X	5.00000	56.5356	11/04/10	06/08/11	281.32	282.68	-1.36
		X	6.00000	57.6364	11/15/10	06/08/11	337.58	345.82	-8.24
		X	5.00000	58.2543	11/18/10	06/08/11	281.32	291.27	-9.95
		X	1.00000	61.0508	12/01/10	06/08/11	56.26	61.05	-4.79
			6.00000	64.7433	02/01/11	06/08/11	337.60	388.46	-50.86
Subtotal			79.00000				4,686.92	4,153.97	532.95
PHILIP MORRIS INTERNATIONAL INC		X	15.00000	51.6443	08/12/10	01/06/11	864.96	774.67	90.29
		X	10.00000	51.6443	08/12/10	01/07/11	562.37	516.44	45.93
		X	5.00000	51.9241	08/13/10	01/07/11	281.19	259.63	21.56



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Account Number: 5823-0314
Command Account Number: 9087786629
A. DONALD AND MARY G.
BEHLER FOUNDATION
For Banking Inquiries call: 1-888-215-3900

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Statement 1 (Page 14 of 31)

Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
			29.00000	17.8852	06/03/11	09/08/11	570.68	518.66	52.02
			3.00000	16.9281	07/12/11	09/08/11	59.04	50.79	8.25
			14.00000	16.9281	07/12/11	10/06/11	339.99	236.99	103.00
			7.00000	26.4294	09/22/11	10/06/11	170.01	185.01	-15.00
			5.00000	26.4294	09/22/11	10/11/11	111.77	132.14	-20.37
			143.00000				3,094.32	2,610.83	483.49
PROSHARES TR ULTRASHORT RUSSELL2000		X	1.48872	58.8025	11/29/10	03/18/11	70.59	87.54	-16.95
			10.17293	46.6640	02/09/11	03/18/11	482.40	474.71	7.69
			9.33835	47.2395	02/10/11	03/18/11	442.84	441.14	1.70
			3.00000	47.2395	02/10/11	03/21/11	136.05	141.72	-5.67
			6.00000	47.2395	02/10/11	03/31/11	252.34	283.44	-31.10
			2.75187	47.2395	02/10/11	04/06/11	111.03	129.99	-18.96
			19.24813	46.8966	02/23/11	04/06/11	776.64	902.67	-126.03
			14.00000	46.8966	02/23/11	05/09/11	591.04	656.55	-65.51
			0.50000	0.0000	02/25/11	02/25/11	22.91	0.01	22.90
			4.00000	43.9897	03/07/11	06/22/11	175.00	175.96	-0.96
			9.00000	47.2438	03/14/11	06/22/11	393.76	425.20	-31.44
			2.00000	47.2438	03/14/11	06/24/11	88.71	94.48	-5.77
			5.00000	46.4216	03/23/11	06/24/11	221.80	232.11	-10.31
			4.00000	46.4216	03/23/11	06/28/11	173.49	185.68	-12.19
			7.00000	44.2746	04/14/11	06/28/11	303.61	309.92	-6.31
			2.00000	44.0819	04/18/11	06/28/11	86.75	88.17	-1.42
			99.50000				4,328.96	4,629.29	-300.33
Subtotal									



Account Number: 5823-0314
Command Account Number: 9087786629
A. DONALD AND MARY G.
BEHLER FOUNDATION
For Banking Inquiries call: 1-888-215-3904

Short Term		Continued						
Description	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
PROSHARES TR ETF								
ULTRASHORT RUSSELL2000								
NON-TRADITIONAL ETP 2X								
		6.00000	44.0819	04/18/11	07/20/11	244.55	264.49	-19.94
		5.00000	44.0819	04/18/11	07/22/11	201.02	220.40	-19.38
		2.00000	43.4133	04/19/11	08/08/11	119.93	86.83	33.10
		5.00000	42.0494	04/20/11	08/08/11	299.85	210.25	89.60
		1.00000	42.4850	05/04/11	08/08/11	59.97	42.49	17.48
		10.00000	42.4850	05/04/11	08/09/11	609.45	424.85	184.60
		7.00000	42.4850	05/04/11	08/10/11	404.16	297.39	106.77
		1.00000	42.0082	05/05/11	08/10/11	57.74	42.01	15.73
		1.00000	42.0082	05/05/11	08/12/11	53.07	42.01	11.06
		6.00000	43.6365	06/03/11	08/12/11	318.44	261.83	56.61
		1.00000	43.6365	06/03/11	08/15/11	52.21	43.63	8.58
		6.00000	46.2761	06/08/11	08/15/11	313.27	277.66	35.61
		1.00000	46.2761	06/08/11	08/22/11	58.96	46.27	12.69
		5.00000	40.9887	07/12/11	08/22/11	294.81	204.95	89.86
		3.00000	40.9887	07/12/11	09/27/11	158.85	122.96	35.89
		4.00000	47.6672	08/03/11	09/27/11	211.81	190.67	21.14
		15.00000	47.6672	08/03/11	10/06/11	829.01	715.01	114.00
		6.00000	47.6672	08/03/11	10/27/11	241.91	286.00	-44.09
		10.00000	49.7155	08/04/11	10/27/11	403.20	497.16	-93.96
		6.00000	51.1691	08/04/11	10/27/11	241.92	307.02	-65.10
		3.00000	51.1691	08/04/11	10/28/11	117.65	153.50	-35.85
		6.00000	52.5756	09/02/11	10/28/11	235.32	315.46	-80.14
		2.00000	52.5756	09/02/11	11/03/11	80.39	105.15	-24.76

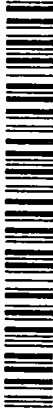
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Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
			7.00000	53.4921	09/13/11	11/03/11	281.36	374.44	-93.08
			8.00000	58.7181	09/22/11	11/03/11	321.56	469.75	-148.19
			5.00000	58.7340	09/23/11	11/03/11	200.99	293.68	-92.69
			4.00000	58.7340	09/23/11	11/30/11	165.80	234.93	-69.13
			6.00000	64.1390	10/04/11	11/30/11	248.70	384.83	-136.13
			14.00000	49.6481	10/20/11	11/30/11	580.30	695.07	-114.77
			6.00000	44.4094	11/01/11	11/30/11	248.70	266.46	-17.76
			15.00000	42.3225	11/09/11	11/30/11	621.76	634.84	-13.08
			4.00000	42.9832	11/10/11	11/30/11	165.80	171.93	-6.13
			17.00000	41.6865	11/15/11	11/30/11	704.66	708.67	-4.01
			1.00000	40.3563	11/16/11	11/30/11	41.46	40.36	1.10
			7.00000	40.3563	11/16/11	12/02/11	276.40	282.49	-6.09
			6.00000	41.4679	11/16/11	12/02/11	236.91	248.81	-11.90
			14.00000	42.1449	11/17/11	12/02/11	552.81	590.03	-37.22
			226.00000				10,254.70	10,554.28	-299.58
Subtotal									
PROSHARES TR II ETF									
ULTRASHORT DJ UBS									
COMMODITY									
		X	24.00000	49.6100	05/12/11	06/03/11	1,046.13	1,205.04	-219.57
		X	4.00000	47.8600	05/16/11	06/03/11	174.36	191.44p	-17.08
		X	11.00000	47.8600	05/16/11	06/08/11	476.71	526.46p	-49.75
		X	9.00000	47.8600	05/16/11	07/12/11	416.87	430.74p	-13.87
			48.00000				2,114.07	2,411.28	-300.21
Subtotal									
PROSHARES TR QQQ ETF									
ULTRASHORT									
		X	1.40000	61.3000	12/01/10	03/16/11	79.72	85.82	-6.10
			5.60000	51.1015	02/09/11	03/16/11	318.91	286.17	32.74
			3.60000	51.1015	02/09/11	03/18/11	202.30	183.96	18.34



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Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
			8.40000	51.6735	02/10/11	03/18/11	472.04	434.06	37.98
			4.00000	51.6735	02/10/11	03/21/11	217.53	206.70	10.83
			4.00000	51.6735	02/10/11	03/31/11	204.36	206.70	-2.34
			3.00000	51.6735	02/10/11	05/09/11	146.77	155.01	-8.24
			10.00000	52.9600	02/23/11	05/09/11	489.27	529.60	-40.33
			18.00000	52.9600	02/23/11	05/10/11	868.01	953.28	-85.27
			3.00000	50.2557	03/07/11	05/10/11	144.66	150.77	-6.11
			10.00000	53.9720	03/14/11	05/10/11	482.23	539.72	-57.49
			1.00000	55.6996	03/23/11	05/10/11	48.23	55.70	-7.47
			6.00000	55.6996	03/23/11	06/22/11	324.25	334.20	-9.95
			4.00000	52.7289	04/14/11	06/22/11	216.17	210.92	5.25
			4.00000	52.7289	04/14/11	06/24/11	217.76	210.91	6.85
			1.00000	54.3737	04/18/11	06/24/11	54.45	54.38	0.07
			10.00000	54.3737	04/18/11	06/28/11	527.64	543.73	-16.09
			1.00000	52.8273	04/19/11	06/28/11	52.77	52.83	-0.06
			1.00000	52.8273	04/19/11	06/29/11	52.04	52.82	-0.78
			4.00000	50.1047	04/20/11	06/29/11	208.16	200.42	7.74
			6.00000	49.0394	05/04/11	06/29/11	312.25	294.24	18.01
			109.00000				5,639.52	5,741.94	-102.42
PROSHARES TR QQQ ETF									
ULTRASHORT									
NON-TRADITIONAL ETP 2X									
			3.00000	49.0394	05/04/11	07/20/11	141.39	147.12	-5.73
			4.00000	49.0394	05/04/11	07/22/11	186.40	196.15	-9.75
			2.00000	48.4868	05/05/11	07/22/11	93.21	96.98	-3.77
			3.00000	48.4868	05/05/11	08/08/11	180.38	145.46	34.92

Subtotal
 PROSHARES TR QQQ ETF
 ULTRASHORT
 NON-TRADITIONAL ETP 2X

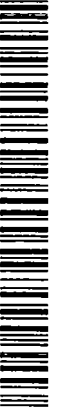
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Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
			1.00000	48.4868	05/05/11	08/09/11	59.24	48.48	10.76
			7.00000	51.6591	05/23/11	08/09/11	414.68	361.62	53.06
			5.00000	51.6591	05/23/11	08/10/11	294.52	258.30	36.22
			8.00000	51.6591	05/23/11	08/12/11	435.72	413.27	22.45
			5.00000	51.6591	05/23/11	08/15/11	269.04	258.30	10.74
			5.00000	51.6591	05/23/11	08/22/11	300.57	258.29	42.28
			1.00000	51.6591	05/23/11	09/27/11	48.76	51.65	-2.89
			5.00000	51.5245	06/03/11	09/27/11	243.85	257.62	-13.77
			3.00000	49.0364	07/12/11	09/27/11	146.31	147.11	-0.80
			3.00000	49.0364	07/12/11	10/06/11	156.37	147.11	9.26
			12.00000	47.3627	07/27/11	10/06/11	625.49	568.36	57.13
			5.00000	47.3627	07/27/11	10/27/11	213.70	236.81	-23.11
			7.00000	52.8795	08/04/11	10/27/11	299.19	370.16	-70.97
			8.00000	53.2179	09/02/11	10/27/11	341.93	425.74	-83.81
			2.00000	52.1050	09/22/11	10/27/11	85.49	104.22	-18.73
			6.00000	52.1050	09/22/11	10/28/11	255.89	312.63	-56.74
			1.00000	52.1050	09/22/11	11/30/11	45.85	52.10	-6.25
			12.00000	52.7439	09/23/11	11/30/11	550.21	632.93	-82.72
			7.00000	57.5757	10/04/11	11/30/11	320.96	403.03	-82.07
			11.00000	46.8600	10/20/11	11/30/11	504.36	515.46	-11.10
			3.00000	45.2847	10/21/11	11/30/11	137.55	135.85	1.70
			5.00000	46.2040	11/01/11	11/30/11	229.25	231.02	-1.77
			11.00000	45.1683	11/09/11	11/30/11	504.37	496.85	7.52
			6.00000	45.8600	11/10/11	11/30/11	275.11	275.16	-0.05
			4.00000	43.9502	11/15/11	11/30/11	183.42	175.80	7.62



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Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
Subtotal									
PROSHARES ULTRA SHORT S&P 500			11.00000	43.9502	11/15/11	12/21/11	503.92	483.45	20.47
NON-TRADITIONAL ETF			166.00000				8,047.13	8,207.03	-159.90
Subtotal									
PROSHARES ULTRA SHORT S&P 500		X	9.00000	26.9568	11/29/10	01/13/11	204.83	242.61	-37.78
NON-TRADITIONAL ETF		X	3.00000	26.9568	11/29/10	01/19/11	68.07	80.87	-12.80
		X	3.00000	26.9568	11/29/10	03/18/11	67.21	80.87	-13.66
			23.00000	21.4444	02/09/11	03/18/11	515.29	493.22	22.07
			15.00000	21.6307	02/10/11	03/18/11	336.07	324.46	11.61
			8.00000	21.6307	02/10/11	03/21/11	174.23	173.05	1.18
			12.00000	21.6307	02/10/11	03/31/11	250.13	259.57	-9.44
			11.00000	21.6307	02/10/11	05/09/11	223.33	237.93	-14.60
			20.00000	21.6442	02/23/11	05/09/11	406.08	432.89	-26.81
			25.00000	21.6442	02/23/11	06/22/11	535.25	541.10	-5.85
			17.00000	21.6442	02/23/11	06/24/11	373.83	367.95	5.88
			8.00000	21.6442	02/23/11	06/28/11	172.66	173.15	-0.49
			3.00000	21.0600	03/07/11	06/28/11	64.75	63.18	1.57
			17.00000	23.1399	03/15/11	06/28/11	366.92	393.38	-26.46
Subtotal							3,758.65	3,854.23	-105.58
PROSHARES ULTRA SHORT S&P 500			8.00000	23.1399	03/15/11	07/20/11	161.72	185.12	-23.40
NON-TRADITIONAL ETF 2X			4.00000	22.2960	03/23/11	07/20/11	80.86	89.19	-8.33
			12.00000	22.2960	03/23/11	07/22/11	237.18	267.55	-30.37
			18.00000	21.5208	04/14/11	08/08/11	485.99	387.37	98.62
			3.00000	21.7463	04/18/11	08/08/11	81.00	65.24	15.76

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Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
			17.00000	21.7463	04/18/11	08/09/11	453.73	369.69	84.04
			6.00000	21.7463	04/18/11	08/10/11	157.01	130.47	26.54
			4.00000	21.4903	04/19/11	08/10/11	104.68	85.96	18.72
			1.00000	21.4903	04/19/11	08/12/11	24.24	21.49	2.75
			3.00000	20.7246	04/20/11	08/12/11	72.72	62.17	10.55
			12.00000	20.2286	05/04/11	08/12/11	290.88	242.75	48.13
			13.00000	20.2286	05/04/11	08/15/11	311.08	262.97	48.11
			13.00000	20.2286	05/04/11	08/22/11	338.51	262.97	75.54
			2.00000	20.2286	05/04/11	09/26/11	50.89	40.45	10.44
			11.00000	20.2200	05/05/11	09/26/11	279.94	222.42	57.52
			14.00000	21.1799	06/03/11	09/26/11	356.30	296.52	59.78
			2.00000	22.0499	06/08/11	09/26/11	50.90	44.10	6.80
			11.00000	22.0499	06/08/11	09/27/11	256.40	242.55	13.85
			4.00000	20.5821	07/12/11	09/27/11	93.24	82.33	10.91
			11.00000	20.5821	07/12/11	10/06/11	275.86	226.40	49.46
			21.00000	20.8601	07/27/11	10/06/11	526.65	438.06	88.59
			25.00000	20.8601	07/27/11	10/06/11	604.37	521.50	82.87
			4.00000	23.7200	08/04/11	10/06/11	96.70	94.88	1.82
			12.00000	23.7200	08/04/11	10/11/11	269.15	284.64	-15.49
			16.00000	25.1802	08/05/11	10/27/11	313.68	402.88	-89.20
			1.00000	23.9400	09/02/11	10/27/11	19.60	23.94	-4.34
			31.00000	25.5248	09/22/11	10/27/11	607.78	791.28	-183.50
			4.00000	25.5248	09/22/11	10/28/11	77.71	102.09	-24.38
			14.00000	25.8146	09/23/11	10/28/11	272.02	361.41	-89.39
			11.00000	25.8146	09/23/11	11/30/11	223.86	283.96	-60.10



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Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
			17.00000	27.5100	10/04/11	11/30/11	345.97	467.67	-121.70
			16.00000	22.2366	10/20/11	11/30/11	325.62	355.79	-30.17
			12.00000	21.0799	10/21/11	11/30/11	244.21	252.96	-8.75
			12.00000	21.3800	11/01/11	11/30/11	244.21	256.56	-12.35
			26.00000	20.7300	11/09/11	11/30/11	529.14	538.98	-9.84
			14.00000	20.8000	11/10/11	11/30/11	284.92	291.20	-6.28
			28.00000	20.0683	11/15/11	11/30/11	569.85	561.92	7.93
			7.00000	20.0683	11/15/11	12/08/11	139.50	140.47	-0.97
			8.00000	20.2300	11/16/11	12/08/11	159.44	161.84	-2.40
			8.00000	20.2300	11/16/11	12/19/11	166.81	161.84	4.97
			7.00000	19.9800	11/16/11	12/19/11	145.96	139.86	6.10
			463.00000				10,330.28	10,221.44	108.84
PROSHARES ULTRASHORT QQQ									
NON-TRADITIONAL ETF		X	18.00000	12.2600	12/01/10	01/13/11	194.21	220.68	-26.47
		X	7.00000	12.2600	12/01/10	01/19/11	74.68	85.82	-11.14
			25.00000				268.89	306.50	-37.61
PROTECTIVE LIFE CORP									
			10.00000	28.0948	01/04/11	06/08/11	221.80	280.95	-59.15
			18.00000	28.3722	01/05/11	06/08/11	399.25	510.70	-111.45
			19.00000	28.8056	01/06/11	06/13/11	414.04	547.31	-133.27
			6.00000	28.8056	01/06/11	06/13/11	130.74	172.84	-42.10
			1.00000	28.8056	01/06/11	07/12/11	22.21	28.80	-6.59
			15.00000	28.8888	01/07/11	07/12/11	333.22	433.33	-100.11
			10.00000	28.8594	01/10/11	07/12/11	222.16	288.59	-66.43
			79.00000				1,743.42	2,262.52	-519.10
RED HAT INC									
			14.00000	37.0852	09/09/11	12/20/11	592.80	519.20	73.60

Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
Subtotal									
ROCHE HOLDINGS LTD ADR			5.00000	37.0852	09/09/11	12/21/11	197.89	185.42	12.47
			2.00000	38.4375	09/13/11	12/21/11	79.16	76.88	2.28
			2.00000	40.8984	09/15/11	12/21/11	79.16	81.80	-2.64
Subtotal									
			23.00000				949.01	863.30	85.71
			15.00000	43.0917	08/24/11	10/13/11	583.64	646.38	-62.74
			1.00000	42.4872	08/25/11	10/13/11	38.91	42.49	-3.58
			33.00000	42.4872	08/25/11	11/10/11	1,259.77	1,402.07	-142.30
Subtotal									
			49.00000				1,882.32	2,090.94	-208.62
ROPER INDS INC NEW		X	9.00000	59.8600	04/08/10	03/25/11	771.87	538.74	233.13
ROVI CORP			28.00000	54.6888	03/21/11	11/09/11	821.46	1,531.29	-709.83
			10.00000	47.3291	08/29/11	11/09/11	293.38	473.29	-179.91
Subtotal									
			38.00000				1,114.84	2,004.58	-889.74
SALESFORCE COM			3.00000	131.7809	09/15/11	11/18/11	342.85	395.34	-52.49
			1.00000	131.7809	09/15/11	11/21/11	109.09	131.78	-22.69
			2.00000	135.0687	09/19/11	11/21/11	218.20	270.14	-51.94
			2.00000	135.0687	09/19/11	12/16/11	214.40	270.13	-55.73
			1.00000	125.9590	09/27/11	12/16/11	107.20	125.96	-18.76
			1.00000	121.9904	10/06/11	12/16/11	107.21	121.99	-14.78
Subtotal									
			10.00000				1,098.95	1,315.34	-216.39
SLM CORP		X	24.00000	12.8073	12/20/10	11/23/11	292.38	307.38	-15.00
SM ENERGY CO COM			7.00000	80.7199	10/26/11	11/21/11	525.44	565.04	-39.60
SPDR GOLD TRUST ETF		X	8.00000	169.3525	08/09/11	09/22/11	1,347.68	1,354.82	-7.14
				169.4084				1,355.27	
		X	1.00000	169.6800	08/09/11	09/22/11	168.47	169.68	-1.21
				169.7307				169.73	



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Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
		X	3.00000	169.6766	08/09/11	09/23/11	491.86	509.03	-17.17
				169.7307				509.19	
				177.0350	08/18/11	09/23/11	655.83	708.14	-52.31
		X	4.00000	177.0958				708.38	
Subtotal			16.00000				2,663.84	2,741.67	-77.83
								2,742.57	
TATA MOTORS LIMITED									
SPONSORED ADR									
		X	19.00000	18.7230	04/08/10	01/31/11	461.90	355.73	106.17
				18.7230	04/08/10	02/07/11	753.27	561.68	191.59
				18.7230	04/08/10	02/17/11	27.05	18.72	8.33
				22.6419	09/03/10	02/17/11	378.70	316.99	61.71
				30.9607	11/15/10	02/17/11	27.05	30.97	-3.92
				30.9607	11/15/10	02/23/11	220.91	278.64	-57.73
				31.4845	12/01/10	02/23/11	122.73	157.42	-34.69
							1,991.61	1,720.15	271.46
				34.6813	03/17/11	07/28/11	193.40	242.77	-49.37
				34.6813	03/17/11	08/05/11	74.26	104.04	-29.78
			2.00000	35.0412	03/18/11	08/05/11	49.52	70.09	-20.57
				35.0412	03/18/11	08/11/11	235.61	350.40	-114.79
							552.79	767.30	-214.51
Subtotal			22.00000						
TEENARIS S.A.									
SPONSORED ADR									
		X	10.00000	45.3127	12/02/10	02/07/11	463.47	453.13	10.34
				45.8253	12/03/10	02/08/11	321.79	320.78	1.01
				45.9319	12/06/10	02/08/11	735.53	734.91	0.62
				46.5338	12/07/10	02/08/11	735.53	744.54	-9.01
Subtotal			49.00000				2,256.32	2,253.36	2.96

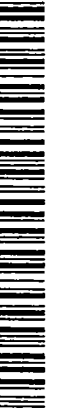
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Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
THE HAIN CELESTIAL GROUP									
		X	10.00000	22.6839	06/03/10	01/10/11	258.70	226.84	31.86
		X	5.00000	22.5746	06/04/10	01/10/11	129.35	112.88	16.47
		X	15.00000	22.5746	06/04/10	01/11/11	394.17	338.61	55.56
			30.00000				782.22	678.33	103.89
THE MOSAIC COMPANY									
			1.00000	80.8734	01/13/11	03/10/11	76.64	80.88	-4.24
			4.00000	80.8734	01/13/11	03/11/11	298.61	323.49	-24.88
			7.00000	85.0655	01/18/11	03/11/11	522.58	595.46	-72.88
			5.00000	79.1239	01/19/11	03/11/11	373.28	395.62	-22.34
			17.00000				1,271.11	1,395.45	-124.34
TREEHOUSE FOODS INC		X	7.00000	49.9731	06/14/10	01/06/11	352.92	349.81	3.11
		X	6.00000	50.0471	06/15/10	01/06/11	302.51	300.28	2.23
			13.00000				655.43	650.09	5.34
TRINITY INDUSTRIES INC									
			7.00000	37.1863	04/06/11	06/23/11	223.34	260.31	-36.97
			15.00000	37.1863	04/06/11	07/18/11	495.46	557.79	-62.33
			22.00000				718.80	818.10	-99.30
ULTRASHORT RUSSELL 2000 PROSHARES ETF									
NON-TRADITIONAL ETF		X	18.00000	14.5901	11/29/10	01/13/11	215.99	262.62	-46.63
		X	6.00000	14.5901	11/29/10	01/19/11	72.71	87.54	-14.83
			24.00000				288.70	350.16	-61.46
UNITED CONTINENTAL HOLDINGS INC									
		X	17.00000	20.0440	04/08/10	01/19/11	416.91	340.74	76.17
		X	1.36363	20.0440	04/08/10	02/22/11	33.41	27.33	6.08
		X	7.31818	21.4961	04/12/10	02/22/11	179.34	157.32	22.02
		X	3.31819	20.6233	07/02/10	02/22/11	81.32	68.44	12.88



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Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
		X	14.45453	20.6233	07/02/10	02/23/11	325.98	298.10	27.88
		X	17.77272	20.5988	07/08/10	02/23/11	400.82	366.10	34.72
		X	9.40909	22.8391	07/13/10	02/23/11	212.20	214.90	-2.70
		X	9.40909	22.8400	07/21/10	02/23/11	212.20	214.91	-2.71
		X	16.72727	22.9970	07/22/10	02/23/11	377.24	384.68	-7.44
		X	5.22730	22.8289	09/24/10	02/23/11	117.90	119.33	-1.43
			102.00000				2,357.32	2,191.85	165.47
Subtotal									
VERIFONE SYSTEMS INC			10.00000	46.4889	02/14/11	05/04/11	479.69	464.89	14.80
			2.00000	48.7805	02/16/11	05/04/11	95.94	97.57	-1.63
			12.00000				575.63	562.46	13.17
Subtotal									
WABCO HOLDINGS INC			11.00000	73.1630	04/29/11	11/16/11	509.80	804.79	-294.99
			2.00000	74.3812	05/02/11	11/16/11	92.70	148.77	-56.07
			9.00000	74.3812	05/02/11	11/17/11	399.36	669.42	-270.06
			10.00000	72.0040	05/11/11	11/17/11	443.73	720.04	-276.31
			1.00000	44.7508	09/12/11	11/17/11	44.38	44.76	-0.38
			8.00000	44.7508	09/12/11	11/21/11	337.56	358.00	-20.44
			7.00000	43.0630	09/27/11	11/21/11	295.37	301.44	-6.07
			48.00000				2,122.90	3,047.22	-924.32
Subtotal									
WADDELL & REED FINL INC									
CL A		X	15.00000	35.8494	12/22/10	08/05/11	485.86	537.74	-51.88
		X	7.00000	35.6750	12/30/10	08/05/11	226.74	249.73	-22.99
			22.00000				712.60	787.47	-74.87
Subtotal									
WASTE MGMT INC DEL		X	9.00000	35.0349	09/17/10	08/01/11	283.63	315.31	-31.68
Subtotal									
WEIGHT WATCHERS INTL									
INC			7.00000	84.8037	05/20/11	08/12/11	395.97	593.63	-197.66

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Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
WELLS FARGO COMPANY									
			7.00000	31.7838	01/04/11	04/04/11	223.67	222.49	1.18
			26.00000	31.7838	01/04/11	04/14/11	790.73	826.38	-35.65
			14.00000	31.7838	01/04/11	04/20/11	403.36	444.98	-41.62
			26.00000	31.7838	01/04/11	04/21/11	742.66	826.37	-83.71
			21.00000	32.2659	01/06/11	04/21/11	599.85	677.58	-77.73
			94.00000				2,760.27	2,997.80	-237.53
WYNN MACAU LTD									
		X	10.00000	18.3383	10/05/10	02/10/11	235.09	183.39	51.70
		X	29.00000	18.3383	10/05/10	02/11/11	683.60	531.80	151.80
		X	27.00000	19.0187	10/07/10	02/11/11	636.47	513.50	122.97
			66.00000				1,555.16	1,228.69	326.47
WYNN RESORTS LTD									
		X	6.00000	86.8565	09/07/10	07/27/11	954.66	521.14	433.52
		X	4.00000	86.8565	09/07/10	08/04/11	568.39	347.43	220.96
		X	2.00000	104.8338	11/22/10	11/17/11	247.35	209.67	37.68
			12.00000				1,770.40	1,078.24	692.16
YUM BRANDS INC									
			11.00000	55.4344	05/18/11	07/12/11	609.52	609.78	-0.26
			7.00000	55.4344	05/18/11	07/27/11	371.06	388.04	-16.98
			8.00000	55.4344	05/18/11	08/03/11	404.89	443.48	-38.59
			2.00000	55.4344	05/18/11	09/02/11	105.66	110.86	-5.20
			13.00000	56.2352	05/19/11	09/02/11	686.81	731.06	-44.25
			41.00000				2,177.94	2,283.22	-105.28
TOTAL SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES									
							\$72,292.44	\$68,789.52	\$3,502.92
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES									
							\$113,862.89	\$68,793.26	-45,069.63
								\$120,545.74	-6,082.85



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Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Long Term Description	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
ALLEGHENY TECHNOLOGIES INC								
	X	22.00000	54.9600	04/08/10	10/20/11	837.56	1,209.12	-371.56
	X	8.00000	48.6733	07/13/10	11/17/11	376.65	389.39	-12.74
	X	7.00000	48.6733	07/13/10	11/23/11	301.14	340.72	-39.58
Subtotal		37.00000				1,515.35	1,939.23	-423.88
APPLE INC								
	X	3.00000	239.3700	04/08/10	06/20/11	948.16	718.11	230.05
	X	3.00000	239.3700	04/08/10	10/19/11	1,215.75	718.11	497.64
	X	2.00000	239.3700	04/08/10	10/20/11	794.36	478.74	315.62
Subtotal		8.00000				2,958.27	1,914.96	1,043.31
BORG WARNER INC								
	X	7.00000	37.8790	04/08/10	04/18/11	487.38	265.15	222.23
	X	6.00000	37.8790	04/08/10	04/19/11	426.63	227.28	199.35
	X	11.00000	37.8790	04/08/10	04/29/11	847.02	416.66	430.36
	X	10.00000	37.8790	04/08/10	05/18/11	705.50	378.78	326.72
Subtotal		34.00000				2,466.53	1,287.87	1,178.66
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A								
	X	12.00000	50.6457	04/08/10	05/17/11	877.74	607.75	269.99
	X	10.00000	50.6457	04/08/10	05/23/11	722.18	506.46	215.72
	X	7.00000	50.6457	04/08/10	06/16/11	454.05	354.52	99.53
	X	5.00000	50.6457	04/08/10	08/04/11	356.27	253.23	103.04
	X	12.00000	50.6457	04/08/10	08/18/11	662.65	607.75	54.90
	X	16.00000	50.6457	04/08/10	08/19/11	883.37	810.32	73.05
Subtotal		62.00000				3,956.26	3,140.03	816.23
COMPASS MINERALS INTERNATIONAL INC								
	X	8.00000	78.9794	04/08/10	06/17/11	679.14	631.84	47.30
	X	14.00000	78.9794	04/08/10	06/23/11	1,171.87	1,105.70	66.17
Subtotal		22.00000				1,851.01	1,737.54	113.47

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Annual Statement Information

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Long Term Description - Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
DISCOVERY COMMUNICATIONS INC A								
	X	9.00000	33.9862	04/08/10	07/20/11	362.18	305.88	56.30
	X	10.00000	33.9862	04/08/10	07/25/11	403.81	339.86	63.95
	X	9.00000	33.9862	04/08/10	11/11/11	385.39	305.86	79.53
Subtotal		28.00000				1,151.38	951.60	199.78
DOW CHEMICAL COMPANY								
	X	24.00000	30.6066	04/08/10	05/17/11	878.70	734.56	144.14
	X	9.00000	30.6066	04/08/10	08/04/11	285.21	275.46	9.75
	X	25.00000	30.6066	04/08/10	09/22/11	598.09	765.16	-167.07
	X	24.00000	30.6066	04/08/10	11/17/11	644.22	734.55	-90.33
Subtotal		82.00000				2,406.22	2,509.73	-103.51
EBAY INC	X	18.00000	26.4657	04/08/10	11/17/11	532.76	476.39	56.37
FMC TECHNOLOGIES INC								
	X	10.00000	33.5447	04/08/10	04/26/11	471.46	335.45	136.01
	X	16.00000	33.5447	04/08/10	05/04/11	700.80	536.70	164.10
Subtotal		26.00000				1,172.26	872.15	300.11
HASBRO INC								
	X	10.00000	25.0900	10/27/06	02/23/11	442.92	250.98	191.94
	X	7.00000	25.0900	10/27/06	10/12/11	242.28	175.68	66.60
Subtotal		17.00000				685.20	426.66	258.54
JOHNSON CONTROLS INC								
	X	14.00000	31.8800	04/08/10	04/18/11	532.77	446.32	86.45
	X	9.00000	31.8800	04/08/10	04/19/11	343.42	286.92	56.50
	X	5.00000	31.8800	04/08/10	05/17/11	191.03	159.40	31.63
	X	9.00000	35.1709	04/23/10	05/17/11	343.86	316.54	27.32
Subtotal		37.00000				1,411.08	1,209.18	201.90
MICROCHIP TECHNOLOGY INC	X	20.00000	26.6140	04/08/10	05/17/11	784.04	532.28	251.76
			28.2965				565.93	
MONSTER WORLDWIDE INC	X	52.00000	15.9965	04/08/10	05/18/11	775.66	831.79	-56.13



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Annual Statement Information



Magellan Financial, Inc.

Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Long Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
NATIONAL FUEL GAS CO		X	21.00000	51.0700	04/08/10	12/21/11	1,158.32	1,072.47	85.85
NOVO NORDISK A S ADR		X	10.00000	80.9827	06/14/10	08/26/11	999.22	809.83	189.39
		X	2.00000	80.9827	06/14/10	10/06/11	193.02	161.96	31.06
		X	7.00000	85.5153	06/21/10	10/06/11	675.57	598.61	76.96
		X	3.00000	88.3410	07/15/10	10/06/11	289.53	265.02	24.51
Subtotal			22.00000				2,157.34	1,835.42	321.92
NOVOZYMES A/S ADR		X	4.00000	125.9229	08/17/10	10/04/11	537.92	503.69	34.23
OCCIDENTAL PETE CORP		X	17.00000	84.6011	10/13/10	11/15/11	1,659.05	1,438.22	220.83
		X	4.00000	84.2920	11/04/10	11/15/11	390.36	337.17	53.19
Subtotal			21.00000				2,049.41	1,775.39	274.02
SOTHEBY'S		X	12.00000	32.9900	04/08/10	05/04/11	552.44	395.88	156.56
		X	30.00000	32.9900	04/08/10	05/11/11	1,259.63	989.70	269.93
Subtotal			42.00000				1,812.07	1,385.58	426.49
STERICYCLE INC		X	7.00000	54.2500	04/08/10	11/11/11	554.48	379.75	174.73
		X	3.00000	54.2500	04/08/10	11/14/11	235.01	162.75	72.26
		X	1.00000	54.2500	04/08/10	11/16/11	78.35	54.25	24.10
		X	5.00000	60.6390	06/09/10	11/16/11	391.80	303.20	88.60
Subtotal			16.00000				1,259.64	899.95	359.69
VERISK ANALYTICS INC		X	11.00000	29.4340	05/12/10	05/27/11	372.61	323.77	48.84
CLASS A		X	5.00000	30.8047	05/13/10	05/27/11	169.37	154.02	15.35
		X	8.00000	31.2193	05/17/10	05/27/11	271.00	249.75	21.25
		X	7.00000	30.8886	05/18/10	05/27/11	237.13	216.22	20.91
Subtotal			31.00000				1,050.11	943.76	106.35
WASTE MGMT INC DEL		X	10.00000	31.4496	07/01/10	07/28/11	331.19	314.50	16.69

Statement 1 (Page 30 of 31)

Annual Statement Information

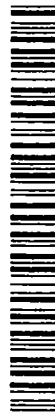
Account Number: 5823-0314
 Command Account Number: 9087786629
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Long Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
		X	15.00000	31.4496	07/01/10	08/01/11	472.70	471.74	0.96
		X	35.00000	31.8896	07/02/10	08/01/11	1,102.96	1,116.14	-13.18
			60.00000				1,906.85	1,902.38	4.47
	Subtotal								
WEBMD HEALTH CORP		X	19.00000	46.6100	04/08/10	07/18/11	624.20	885.59	-261.39
		X	11.00000	46.6100	04/08/10	07/20/11	385.82	512.71	-126.89
		X	10.00000	46.6100	04/08/10	07/22/11	363.58	466.10	-102.52
	Subtotal		40.00000				1,373.60	1,864.40	-490.80
WYNN RESORTS LTD		X	5.00000	86.8565	09/07/10	09/30/11	567.00	434.28	132.72
		X	5.00000	95.2087	09/21/10	11/17/11	618.35	476.04	142.31
	Subtotal		10.00000				1,185.35	910.32	275.03
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES									\$5,233.86
TOTAL LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES									\$0.00

p Cost may be inaccurate due to adjustments reported by the partnerships to you on schedule K-1

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Annual Statement Information

Account Number: 1885-4112
 Command Account Number: 9087781217
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Realized Gain/Loss Detail

Short Term							
Description	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost
BANK MONTREAL QUEBEC	X	0.23095	43.7295	12/03/10	07/06/11	14.59	10.10
	X	0.24482	46.9968	12/13/10	07/06/11	15.47	11.51
Subtotal		0.47577				30.06	21.61
BANK OF AMERICA CORP		520.00000	13.4280	01/25/11	05/11/11	6,424.73	6,982.56
GOLDMAN SACHS GROUP INC		45.00000	138.2866	06/14/11	12/29/11	4,074.95	6,222.90
HEWLETT-PACKARD COMPANY		150.00000	40.5652	03/15/11	12/20/11	3,892.88	6,084.78
ZIONS BANCORP		375.00000	22.1100	07/19/11	12/28/11	6,057.70	8,291.25
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES						\$20,450.26	\$27,581.49
TOTAL SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES						\$30.06	\$21.61
							-\$7,131.23
							\$8.45

Long Term

Description	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
AVIS BUDGET GROUP INC	X	400.00000	12.4200	01/03/08	01/06/11	5,805.58	4,969.69	835.89
	X	40.00000	12.4200	01/03/08	02/18/11	646.54	496.96	149.58
	X	420.00000	6.1000	08/01/08	02/18/11	6,788.70	2,564.65	4,224.05
Subtotal		860.00000				13,240.82	8,031.30	5,209.52
BANK MONTREAL QUEBEC	X	0.49423	63.9323	03/31/10	07/06/11	31.22	31.60	-0.38
	X	100.00000	63.9323	03/31/10	07/19/11	6,354.06	6,393.24	-39.18
Subtotal		100.49423				6,385.28	6,424.84	-39.56
COCA-COLA COMPANY	X	50.00000	41.9900	02/02/09	03/16/11	3,113.47	2,099.94	1,013.53
DISNEY WALT COMPANY	X	340.00000	26.7000	11/30/04	01/06/11	13,481.79	9,079.12	4,402.67
GOLDMAN SACHS GROUP INC	X	10.00000	170.1864	03/31/10	12/29/11	905.54	1,701.86	-796.32
HEWLETT-PACKARD COMPANY	X	125.00000	38.1064	09/13/10	12/20/11	3,244.06	4,763.30	-1,519.24
HONEYWELL INTERNATIONAL INC	X	50.00000	35.3400	11/30/04	01/20/11	2,702.92	1,767.00	935.92



Statement 2 (Page 1 of 2)

Account Number: 1885-4112
Command Account Number: 9087781217
A. DONALD AND MARY G.
BEHLER FOUNDATION
For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

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Annual Statement Information

Account Number: 2643-2454
 Command Account Number: 9087782251
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Realized Gain/Loss Detail

Short Term									
Description	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount	
CORNING INC	X	600.00000	18.4067	10/19/10	08/11/11	8,355.86	11,044.02	-2,688.16	
HEWLETT-PACKARD COMPANY	X	300.00000	43.8200	11/24/10	08/17/11	9,365.97	13,146.00	-3,780.03	
HUDSON CITY BANCORP INC		550.00000	11.0463	01/25/11	05/24/11	4,929.28	6,075.47	-1,146.19	
		500.00000	11.4600	02/14/11	05/24/11	4,481.17	5,730.00	-1,248.83	
Subtotal		1,050.00000				9,410.45	11,805.47	-2,395.02	
INTERNATIONAL PAPER CO	X	600.00000	23.4495	06/03/10	04/15/11	16,553.68	14,069.70	2,483.98	
JACOBS ENGINEERING GROUP	X	400.00000	37.3042	09/13/10	01/21/11	17,019.67	14,921.69	2,097.98	
MARKET VECTOR GOLD MINERS		200.00000	58.9266	08/12/11	10/04/11	10,277.50	11,785.34	-1,507.84	
NOBLE CORP BAAR NAMEN-AKT	X	400.00000	34.9851	12/20/10	10/04/11	11,123.07	13,994.05	-2,870.98	
RYDEX URSA FUND INVERSE S&P 500 STRATEGY CL I	X	705.82300	29.5400	03/15/11	08/05/11	21,788.76	20,850.00	938.76	
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES						\$19,687.95	\$23,590.81	-\$3,902.86	
TOTAL SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES						\$84,207.01	\$88,025.46	-\$3,818.45	
Long Term									
Description	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount	
AFLAC INC	X	309.00000	49.2349	05/13/10	08/11/11	11,456.17	15,213.61	-3,757.44	
ALCOA INC	X	1,200.00000	12.9800	11/25/09	04/15/11	18,707.63	15,587.28	3,120.35	
BECTON DICKINSON & CO	X	100.00000	75.3900	11/25/09	11/02/11	7,264.38	7,539.85	-275.47	
	X	100.00000	72.8162	09/20/10	11/02/11	7,264.39	7,281.62	-17.23	
Subtotal		200.00000				14,528.77	14,821.47	-292.70	
CITIGROUP INC	X	200.00000	46.9500	04/25/05	02/23/11	933.98	9,390.00	-8,456.02	



Statement 3 (Page 1 of 5)



Annual Statement Information

Account Number: 2643-2454
 Command Account Number: 9087782251
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Long Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
DU PONT ET DE NEMOURS AND COMPANY		X	300.00000	34.9600	11/18/09	01/21/11	12,734.75	10,489.71	2,245.04
FRONTIER COMMUNICATIONS CORP									
	X		48.00000	7.5162	07/13/09	01/05/11	349.99	360.88	-10.89
	X		24.00000	8.4159	11/25/09	01/05/11	174.99	202.03	-27.04
	X		24.00000	8.4896	12/01/09	01/05/11	175.01	203.80	-28.79
	X		24.00000	8.4896	12/01/09	02/16/11	226.68	203.80	22.88
Subtotal			120.00000				926.67	970.51	-43.84
GENERAL ELECTRIC COMPANY		X	100.00000	22.5300	02/11/03	03/18/11	1,924.96	2,253.00	-328.04
	X		100.00000	32.5200	05/14/08	03/18/11	1,924.96	3,252.99	-1,328.03
	X		100.00000	16.7500	01/02/09	03/18/11	1,924.96	1,675.00	249.96
	X		600.00000	16.1700	11/25/09	03/18/11	11,549.79	9,702.00	1,847.79
Subtotal			900.00000				17,324.67	16,882.99	441.68
MEDCO HEALTH SOLUTIONS INC		X	100.00000	49.4165	09/21/10	10/04/11	4,482.77	4,941.65	-458.88
OCCIDENTAL PETE CORP		X	100.00000	79.5200	10/29/09	12/29/11	9,325.82	7,952.61	1,373.21
PIMCO FUNDS									
STOCKSPUS TR SHORT STRATEGY USD CLASS A		X	115.18300	5.3000	10/29/09	08/05/11	509.10	610.46	-101.36
	X		3,890.44800	5.1300	11/25/09	08/05/11	17,195.79	19,958.00	-2,762.21
Subtotal			4,005.63100				17,704.89	20,568.46	-2,863.57
TEVA PHARMACEUTICAL ADR INDS LTD		X	200.00000	53.1941	07/06/10	10/04/11	7,076.78	10,638.82	-3,562.04
VERIZON COMMUNICATIONS COM		X	200.00000	26.7658	07/13/09	01/05/11	6,649.89	5,354.66	1,295.23
	X		100.00000	29.9698	11/25/09	01/05/11	3,324.94	2,997.65	327.29

Annual Statement Information

Account Number: 2643-2454
 Command Account Number: 9087782251
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Long Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
		X	100.00000	30.2321	12/01/09	01/05/11	3,324.95	3,024.02	300.93
		X	100.00000	30.2321	12/01/09	01/12/11	3,539.96	3,024.01	515.95
			500.00000				16,839.74	14,400.34	2,439.40
	Subtotal						\$0.00	\$0.00	\$0.00
TOTAL LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES									\$0.00
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES									\$141,857.45
									-\$9,814.81

Option Activity Gain/Loss Detail for Year

Short Term Description	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
CALL ABBOTT LABS								
\$52.50 EXP 08/20/11	X	-3.00000	0.6000	03/09/11	08/20/11	180.00	0.00	180.00
CALL ABBOTT LABS								
\$55 EXP 01/21/12	X	-3.00000	0.7200	08/23/11	12/19/11	216.00	171.00	45.00
CALL AFLAC INC								
\$60 EXP 05/21/11	X	-3.00000	2.2000	11/24/10	05/21/11	659.99	0.00	659.99
CALL AFLAC INC								
\$55 EXP 11/19/11	X	-3.00000	1.7500	05/24/11	08/11/11	524.99	27.00	497.99
CALL AMERICAN EXPRESS CO								
\$52.50 EXP 01/21/12	X	-3.00000	2.3000	01/07/11	11/10/11	689.99	474.42	215.57
CALL ARCHER-DANIELS MDLN								
\$34 EXP 12/17/11	X	-5.00000	1.0200	06/20/11	11/10/11	509.99	25.00	484.99
CALL ARCHER-DANIELS MDLN								
\$37 EXP 06/18/11	X	-5.00000	0.9600	01/24/11	06/18/11	479.99	0.00	479.99
CALL ARCHER-DANIELS MDLN								
\$34 EXP 01/22/11	X	-5.00000	1.0900	08/31/10	01/22/11	544.99	0.00	544.99
CALL BECTON DICKINSON &								
\$85 EXP 09/17/11	X	-2.00000	1.5000	03/22/11	09/17/11	299.99	0.00	299.99



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Annual Statement Information

Account Number: 2643-2454
 Command Account Number: 9087782251
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
Description									
CALL BECTON DICKINSON &									
\$80 EXP 03/19/11		X	-2.00000	1.3200	09/20/10	03/19/11	263.99	0.00	263.99
CALL CORNING INC									
\$20 EXP 05/21/11		X	-6.00000	1.2700	10/19/10	04/28/11	761.98	738.00	23.98
CALL CORNING INC									
\$24 EXP 11/19/11		X	-6.00000	0.6600	04/28/11	08/11/11	395.99	13.47	382.52
CALL CVS CORP									
\$36 EXP 08/20/11		X	-5.00000	0.9701	02/15/11	08/20/11	485.06	0.00	485.06
CALL HARRIS CORP									
\$50 EXP 05/21/11		X	-3.00000	1.1127	02/01/11	05/21/11	333.82	0.00	333.82
CALL HARRIS CORP									
\$55 EXP 11/19/11		X	-3.00000	1.2500	05/26/11	08/31/11	374.99	30.00	344.99
CALL INTEL CORP									
\$23 EXP 10/22/11		X	-8.00000	0.6000	04/21/11	10/20/11	479.99	616.00	-136.01
CALL INTEL CORP									
\$22 EXP 04/16/11		X	-8.00000	0.4700	10/20/10	04/16/11	375.99	0.00	375.99
CALL JOHNSON & JOHNSON									
\$70 EXP 01/22/11		X	-2.00000	1.3600	10/29/09	01/22/11	271.98	0.00	271.98
CALL JOHNSON & JOHNSON									
\$70 EXP 01/21/12		X	-2.00000	0.8300	01/24/11	12/01/11	166.00	16.00	150.00
CALL JP MORGAN CHASE									
\$44 EXP 03/19/11		X	-3.00000	1.9800	09/20/10	03/04/11	593.98	571.39	22.59
CALL JP MORGAN CHASE									
\$42 EXP 12/17/11		X	-3.00000	1.1200	08/31/11	12/17/11	335.99	0.00	335.99
CALL JP MORGAN CHASE									
\$49 EXP 09/17/11		X	-3.00000	2.0300	03/04/11	05/24/11	608.99	96.00	512.99
CALL MEDCO HEALTH SOL									
\$60 EXP 04/16/11		X	-1.00000	1.5000	09/23/10	04/16/11	149.99	0.00	149.99

Statement 3 (Page 4 of 5)

Annual Statement Information

Account Number: 2643-2454
 Command Account Number: 9087782251
 A. DONALD AND MARY G.
 BEHLER FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
CALL MEDCO HEALTH SOL \$67.50 EXP 10/22/11		X	-1.00000	1.2000	04/21/11	10/04/11	120.00	5.00	115.00
CALL MICROSOFT CORP \$28 EXP 10/22/11		X	-6.00000	0.5400	04/21/11	10/22/11	323.99	0.00	323.99
CALL MICROSOFT CORP \$28 EXP 04/16/11		X	-6.00000	0.6900	10/20/10	04/16/11	413.99	0.00	413.99
CALL NOBLE CORP \$44 EXP 12/17/11		X	-4.00000	1.5500	06/22/11	08/31/11	619.99	151.55	468.44
CALL NOBLE CORP \$42 EXP 06/18/11		X	-4.00000	1.4678	01/12/11	06/18/11	587.12	0.00	587.12
CALL NOBLE CORP \$41 EXP 01/21/12		X	-4.00000	1.0600	08/31/11	10/04/11	423.99	124.00	299.99
CALL ORACLE CORP \$39 EXP 09/17/11		X	-2.00000	0.8000	05/06/11	08/09/11	160.00	4.00	156.00
CALL PNC FINANCIAL CORP \$67.50 EXP 05/21/11		X	-2.00000	2.1700	12/09/10	03/03/11	433.99	162.00	271.99
CALL PNC FINANCIAL CORP \$70 EXP 08/20/11		X	-2.00000	1.3288	03/03/11	05/24/11	265.77	48.00	217.77
CALL RYDER SYSTEM INC \$55 EXP 08/20/11		X	-3.00000	1.4500	03/24/11	08/20/11	434.99	0.00	434.99
CALL TARGET CORP \$55 EXP 10/22/11		X	-3.00000	1.0000	04/26/11	10/22/11	299.99	0.00	299.99
CALL TEVA PHARMACEUTICAL \$62.50 EXP 06/18/11		X	-2.00000	0.7800	02/01/11	02/28/11	156.00	30.00	126.00
CALL TEVA PHARMACEUTICAL \$55 EXP 01/21/12		X	-2.00000	1.1300	07/06/11	10/05/11	226.00	18.00	208.00
TOTAL SHORT TERM OPTIONS							\$14,170.49	\$3,320.83	\$10,849.66

Statement 3 (Page 5 of 5)

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions. A. DONALD & MARY G. BEHLER FOUNDATION	Employer identification number (EIN) or ☒ 23-2903583
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 333 COLUMBIA AVENUE	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PALMERTON, PA 18071	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

A. DONALD BEHLER

- The books are in the care of ► **333 COLUMBIA AVENUE - PALMERTON, PA 18071**

Telephone No ► **610-377-2510**

FAX No ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2012**, to file the exempt organization return for the organization named above. The extension

is for the organization's return for

► ☒ calendar year **2011** or

► ☐ tax year beginning _____, and ending _____

2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	2,062.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	2,062.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2012)