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Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

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

OMB No 1545-0052

**2011**

For calendar year 2011 or tax year beginning , and ending

Name of foundation <b>WILLIAMSON I FBO CHARITIES 4947 TUW</b>		A Employer identification number <b>23-6215020</b>
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) <b>(888) 730-4933</b>
City or town, state, and ZIP code <b>Philadelphia PA 19106-2112</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 1,604,753</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	63,483	63,099		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	86,084			
b Gross sales price for all assets on line 6a	1,342,971			
7 Capital gain net income (from Part IV, line 2)		86,084		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	0	0	0	
12 Total. Add lines 1 through 11	149,567	149,183	0	
<b>Operating and Administrative Expenses</b>				
13 Compensation of officers, directors, trustees, etc	21,450	16,087		5,363
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	19,948	0	0	19,948
b Accounting fees (attach schedule)	2,351	0	0	2,351
c Other professional fees (attach schedule)	0	0	0	0
17 Interest				
18 Taxes (attach schedule) (see instructions)	2,602	1,138	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	0	0	0	0
24 Total operating and administrative expenses. Add lines 13 through 23	46,351	17,225	0	27,662
25 Contributions, gifts, grants paid	47,108			47,108
26 Total expenses and disbursements. Add lines 24 and 25	93,459	17,225	0	74,770
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	56,108			
b Net investment income (if negative, enter -0-)		131,958		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

(HTA)

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Form 990-PF (2011) WILLIAMSON I FBO CHARITIES 4947 TUW

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing	0	0			
	2	Savings and temporary cash investments	18,671	42,907	42,907		
	3	Accounts receivable	0				
		Less allowance for doubtful accounts	0	0	0		
	4	Pledges receivable	0				
		Less allowance for doubtful accounts	0	0	0		
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0		
	7	Other notes and loans receivable (attach schedule)	0				
		Less allowance for doubtful accounts	0	0	0		
	8	Inventories for sale or use	0	0			
	9	Prepaid expenses and deferred charges		0			
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0		
	b	Investments—corporate stock (attach schedule)	0	0	0		
	c	Investments—corporate bonds (attach schedule)	0	0	0		
	11	Investments—land, buildings, and equipment basis	0				
	Less accumulated depreciation (attach schedule)	0	0	0			
12	Investments—mortgage loans						
13	Investments—other (attach schedule)	1,506,490	1,542,268	1,561,846			
14	Land, buildings, and equipment basis	0					
	Less accumulated depreciation (attach schedule)	0	0	0			
15	Other assets (describe )	0	0	0			
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	1,525,161	1,585,175	1,604,753			
Liabilities	17	Accounts payable and accrued expenses	0	0			
	18	Grants payable					
	19	Deferred revenue	0	0			
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0			
	21	Mortgages and other notes payable (attach schedule)	0	0			
	22	Other liabilities (describe )	0	0			
	23	<b>Total liabilities</b> (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds	1,525,161	1,585,175			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds					
30	<b>Total net assets or fund balances</b> (see instructions)	1,525,161	1,585,175				
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	1,525,161	1,585,175				

## Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,525,161
2	Enter amount from Part I, line 27a	2	56,108
3	Other increases not included in line 2 (itemize) <u>See Attached Statement</u>	3	6,864
4	Add lines 1, 2, and 3	4	1,588,133
5	Decreases not included in line 2 (itemize) <u>See Attached Statement</u>	5	2,958
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,585,175

**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.)
<b>1a See Attached Statement</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b>	0	0	0	
<b>b</b>	0	0	0	
<b>c</b>	0	0	0	
<b>d</b>	0	0	0	
<b>e</b>	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
<b>a</b>	0	0	0	
<b>b</b>	0	0	0	
<b>c</b>	0	0	0	
<b>d</b>	0	0	0	
<b>e</b>	0	0	0	
<b>2 Capital gain net income or (net capital loss)</b> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			<b>2</b>	86,084
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).</b> If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			<b>3</b>	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

**1** Enter the appropriate amount in each column for each year, see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	53,035	1,562,355	0.033946
2009	140,320	1,388,698	0.101044
2008	88,319	1,698,061	0.052012
2007	95,676	2,048,989	0.046694
2006	96,287	1,958,535	0.049163
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.282859
<b>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</b>			<b>3</b> 0.056572
<b>4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5</b>			<b>4</b> 1,707,317
<b>5 Multiply line 4 by line 3</b>			<b>5</b> 96,586
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b> 1,320
<b>7 Add lines 5 and 6</b>			<b>7</b> 97,906
<b>8 Enter qualifying distributions from Part XII, line 4</b> 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			<b>8</b> 74,770

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	2,639	
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	2,639	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,639	
6 Credits/Payments				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	828		
b Exempt foreign organizations—tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	3,600		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d	7	4,428		
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,789		
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 1,789 Refunded <input type="checkbox"/>	11	0		

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? 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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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
4 a 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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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

**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 ► WELLS FARGO BANK N A Telephone no ► 888-730-4933 Located at ► 101N Independence Mall E MACY1372-062 Philadelphia PA ZIP+4 ► 19106-2112			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 0			
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 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)****5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?▶ ☐**5b**

X

**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?☒ Yes ☐ No

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

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**6b**

X

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**7b**

N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N A 101N Independence Mall E MACY1372-062 Phi	Trustee 4 00	21,450	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

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

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

Total number of other employees paid over \$50,000

0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0
<b>Total number of others receiving over \$50,000 for professional services</b>		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 NONE	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
<b>Total. Add lines 1 through 3</b>	

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	1,697,533
<b>b</b>	Average of monthly cash balances	<b>1b</b>	35,784
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	1,733,317
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,733,317
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	26,000
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	1,707,317
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	85,366

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	85,366
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	2,639
<b>b</b>	Income tax for 2011 (This does not include the tax from Part VI.)	<b>2b</b>	0
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	2,639
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	82,727
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	2,313
<b>5</b>	Add lines 3 and 4	<b>5</b>	85,040
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	85,040

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	74,770
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	74,770
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	74,770

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

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
<b>1</b> Distributable amount for 2011 from Part XI, line 7				85,040
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only			0	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2011				
<b>a</b> From 2006	NONE			
<b>b</b> From 2007	NONE			
<b>c</b> From 2008	NONE			
<b>d</b> From 2009	24,752			
<b>e</b> From 2010	NONE			
<b>f</b> Total of lines 3a through e	24,752			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 74,770				
<b>a</b> Applied to 2010, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)	0			
<b>d</b> Applied to 2011 distributable amount				74,770
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a) )	10,270			10,270
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	14,482			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions		0		
<b>e</b> Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0			
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	14,482			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2007	0			
<b>b</b> Excess from 2008	0			
<b>c</b> Excess from 2009	14,482			
<b>d</b> Excess from 2010	0			
<b>e</b> Excess from 2011	0			

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

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

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

**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

Tax year	Prior 3 years			(e) Total
(a) 2011	(b) 2010	(c) 2009	(d) 2008	
0				0
<b>b</b> 85% of line 2a	0	0	0	0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed	0			0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities				0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon				
<b>a</b> "Assets" alternative test—enter				
<b>(1)</b> Value of all assets				0
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)				0
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0			0
<b>c</b> "Support" alternative test—enter				
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
<b>(3)</b> Largest amount of support from an exempt organization				0
<b>(4)</b> Gross investment income				0

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

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

NONE

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

NONE

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

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

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

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

**c** Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> Paid during the year See Attached Statement				
<b>Total</b>			▶ <b>3a</b>	47,108
<b>b</b> Approved for future payment NONE				
<b>Total</b>			▶ <b>3b</b>	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) Exclusion code	(d) Amount	Related or exempt function income (See instructions )
<b>1</b> Program service revenue					
<b>a</b> _____		0		0	0
<b>b</b> _____		0		0	0
<b>c</b> _____		0		0	0
<b>d</b> _____		0		0	0
<b>e</b> _____		0		0	0
<b>f</b> _____		0		0	0
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities			14	63,483	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property					
<b>b</b> Not debt-financed property					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income					
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	86,084	
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory					
<b>11</b> Other revenue <b>a</b> _____		0		0	0
<b>b</b> _____		0		0	0
<b>c</b> _____		0		0	0
<b>d</b> _____		0		0	0
<b>e</b> _____		0		0	0
<b>12</b> Subtotal. Add columns (b), (d), and (e)		0		149,567	0
<b>13</b> Total. Add line 12, columns (b), (d), and (e)				<b>13</b>	149,567

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

[illegible]

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

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

**a Transfers from the reporting foundation to a noncharitable exempt organization of**

(1) Cash

**(2) Other assets**

**b Other transactions:**

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

**(2) Purchases of assets from a noncharitable exempt organization**

**(3) Rental of facilities, equipment, or other assets**

#### (4) Reimbursement arrangements

**(5) Loans or loan guarantees**

**(6) Performance of services or membership or fundraising solicitations**

**c Sharing of facilities, equipment, mailing lists, other assets, or paid employees**

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

[illegible]

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

**b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign  
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

John A Sulentic

7/17/2012

VP AND TAX DIRECTOR

Signature of officer or trustee

Date \_\_\_\_\_

Title

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

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date \_\_\_\_\_

PTIN
------

JOSEPH J CASTRIANO

7/17/2012

Check ☒ if self-employed

P01251603

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ► 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
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**WILLIAMSON I FBO CHARITIES 4947-TUW**

**23-6215020**

Savings & Temp Inv	1513091118	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	26,682	26,682
Savings & Temp Inv	1513091118	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	16,225	16,225
Invest - Other	1513091118	04314H204	ARTISAN INTERNATIONAL FUND #661	81,515	80,491
Invest - Other	1513091118	256210105	DODGE & COX INCOME FD COM #147	157,863	142,432
Invest - Other	1513091118	411511504	HARBOR CAPITAL APRCTION-INST #2012	94,552	92,993
Invest - Other	1513091118	589509108	MERGER FD SH BEN INT #260	31,153	31,536
Invest - Other	1513091118	693390700	PIMCO TOTAL RET FD-INST #35	158,568	153,368
Invest - Other	1513091118	693390882	PIMCO FOREIGN BD FD USD H-INST #103	51,105	48,810
Invest - Other	1513091118	77957P105	T ROWE PRICE SHORT TERM BD FD #55	21,700	21,971
Invest - Other	1513091118	87234N849	TCW SMALL CAP GROWTH FUND-I #4724	39,821	39,048
Invest - Other	1513091118	464287200	ISHARES S & P 500 INDEX FUND	60,083	57,738
Invest - Other	1513091118	51855Q655	LAUDUS MONDRIAN INTL FI-INST #2940	50,980	53,977
Invest - Other	1513091118	256206103	DODGE & COX INT'L STOCK FD #1048	79,833	81,011
Invest - Other	1513091118	552983694	MFS VALUE FUND-CLASS I #893	48,177	45,379
Invest - Other	1513091118	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	48,138	50,068
Invest - Other	1513091118	56063J302	MAINSTAY EP US EQUITY-INS #1204	47,753	47,640
Invest - Other	1513091118	339128100	JP MORGAN MID CAP VALUE-I #758	41,135	38,547
Invest - Other	1513091118	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	62,511	64,677
Invest - Other	1513091118	38142Y401	GOLDMAN SACHS GRTH OPP FD-I #1132	40,445	40,074
Invest - Other	1513091118	922908553	VANGUARD REIT VIPER	60,552	64,252
Invest - Other	1513091118	922042858	VANGUARD MSCI EMERGING MARKETS ETF	43,712	45,106
Invest - Other	1513091118	683974505	OPPENHEIMER DEVELOPING MKT-Y #788	44,011	45,233
Invest - Other	1513091118	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	56,339	59,398
Invest - Other	1513091118	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	32,417	30,691
Invest - Other	1513091118	76628T645	RIDGEWORTH SEIX HY BD-I #5855	88,753	87,007
Invest - Other	1513091118	22544R305	CREDIT SUISSE COMM RT ST-CO #2156	79,897	82,544
Invest - Other	1513091118	487300808	KEELEY SMALL CAP VAL FD CL I #2251	40,833	38,276
Cash	1513091118			-	-
			Total Cash and Equivalents	42,907	42,907
			Total Other Investments	1,561,846	1,542,268
			Total	1,604,753	1,585,175

**Statement A**

**ISAIAH WILLIAMSON TRUST**

**EIN: 23-6215020**

**Tax Year End: 12/31/11**

**Form 990-PF, Part VII-B, Line 5c**

The following information is provided in accordance with IRC Sec 4945(h)(3) and Reg 53.4945-5(d) to demonstrate that the foundation exercised expenditure responsibility in regard to its grants

Name and Address of Grantee	Amount of Grant	Date of Grant	Purpose of Grant	Amounts Expended by Grantee	To the Grantor's Knowledge Grantee Has Diverted a Portion of Funds from the Purpose of the Grant	Dates of Reports Received from the Grantee	Dates and Results of Any Verification of the Grantee's Reports
Spring Garden Soup Society	\$1,150 00	12/13/11	To expend for the charitable uses and purposes for which the institution was established	Funds will be expended prior to the end of grantee's fiscal year end of 10/31	No	05/07/12	05/07/12
Union Benevolent Association	\$2,545 00	12/13/11	To expend for the charitable uses and purposes for which the institution was established	Funds will be expended in grantee's May 2012 cycle	No	05/08/12	05/08/12
Mercantile Beneficial Association	\$2,085 00	12/13/11	To expend for the charitable uses and purposes for which the institution was established	\$2,085 00	No	04/13/12	04/13/12

WILLIAMSON I FBO CHARITIES 4947 TUW

23-6215020 Page 1 of 4

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year****Recipient(s) paid during the year**

Name

TEMPLE UNIVERSITY HOSPITAL

Street

2450 W HUNTING PARK AVE

City

PHILADELPHIA

State

PA

Zip Code

19129

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT

Amount

1,390

Name

MERCANTILE BENEFICIAL

Street

1500 JOHN F KENNEDY BLVD #1400

City

PHILADELPHIA

State

PA

Zip Code

19102

Foreign Country

Relationship

NONE

Foundation Status

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,085

Name

THOMAS SCATTERGOOD BEHAVIORAL HEALTH FFDN

Street

4641 ROOSEVELT BLVD

City

PHILADELPHIA

State

PA

Zip Code

19124

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT

Amount

4,170

Name

MOORE COLLEGE OF ART

Street

20TH ST &amp; THE PARKWAY

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,085

Name

PA PRISON SOCIETY

Street

245 N BROAD ST, STE 300

City

PHILADELPHIA

State

PA

Zip Code

19107-1518

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,085

Name

TURNING POINTS FOR CHILDREN

Street

415 S 15TH ST

City

PHILADELPHIA

State

PA

Zip Code

19146

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT

Amount

1,390

WILLIAMSON I FBO CHARITIES 4947 TUW

23-6215020 Page 2 of 4

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year****Recipient(s) paid during the year**

Name

EPISCOPAL COMMUNITY SERVICES

Street

225 S 3RD ST

City

PHILADELPHIA

State

PA

Zip Code

19106-3910

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT

Amount

1,390

Name

THE HISTORIAL SOCIETY OF PA

Street

1300 LOCUST ST

City

PHILADELPHIA

State

PA

Zip Code

19107

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT

Amount

1,390

Name

SEAMENS CHURCH INSTITUTE

Street

475 N 5TH ST

City

PHILADELPHIA

State

PA

Zip Code

19123-4005

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT

Amount

1,390

Name

SOUTHERN HOME SERVICES

Street

57 E ARMAT ST

City

PHILADELPHIA

State

PA

Zip Code

19144

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT

Amount

4,170

Name

UNIVERSITY OF PENNSYLVANIA

Street

3451 WALNUT ST

City

PHILADELPHIA

State

PA

Zip Code

19104

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT

Amount

1,390

Name

FUEL SAVINGS SOCIETY OF CITY

Street

1650 ARCH ST, STE 1904

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT

Amount

1,390

WILLIAMSON I FBO CHARITIES 4947 TUW

23-6215020 Page 3 of 4

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year****Recipient(s) paid during the year**

Name

UNION BENEVOLENT ASSOCIATION

Street

2024 BAINBRIDGE ST

City

PHILADELPHIA

State

PA

Zip Code

19146

Foreign Country

Relationship

NONE

Foundation Status

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,545

Name

YOUTH SERVICE INC

Street

410 N 34TH ST

City

PHILADELPHIA

State

PA

Zip Code

19104

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT

Amount

1,390

Name

PA ASYLUM FOR INDIGENT WIDOWS

Street

1401 E SUSQUEHANNA AVE

City

PHILADELPHIA

State

PA

Zip Code

19125

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT

Amount

3,470

Name

UNITED COMMUNITIES SE, PA

Street

2028 S EIGHT ST

City

PHILADELPHIA

State

PA

Zip Code

19148

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT

Amount

3,470

Name

FEMALE ASSOCIATION

Street

1650 ARCH ST, STE 1904

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT

Amount

2,085

Name

EDITH RUDOLPHY RESIDENCE FOR THE BLIND

Street

PO BOX 54625

City

PHILADELPHIA

State

PA

Zip Code

19148

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT

Amount

3,470

WILLIAMSON I FBO CHARITIES 4947 TUW

23-6215020 Page 4 of 4

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year****Recipient(s) paid during the year**

Name

CHILDRENS HOSPITAL FOUNDATION

Street

34TH ST &amp; CIVIC CTF BLVD

City

PHILADELPHIA

State

PA

Zip Code

19104

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT

Amount

3,470

Name

SPRING GARDEN SOUP SOCIETY

Street

51 ANNWOOD LANE

City

WAYNE

State

PA

Zip Code

19087

Foreign Country

Relationship

NONE

Foundation Status

Purpose of grant/contribution

GENERAL SUPPORT

Amount

1,150

Name

RICHMOND SOUP SOCIETY

Street

3068 FRANKFORD AVE

City

PHILADELPHIA

State

PA

Zip Code

19134

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT

Amount

1,733

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

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

Long Term CG Distributions										Amount				
Short Term CG Distributions										0				
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals					
									Gross Sales Price	Cost or Other Basis	Valuation Method	Cost, Other Basis and Expenses	Net Gain or Loss	
1	X	ARTISAN INTERNATIONAL FU	04314H204			10/17/2011		12/14/2011	2,418	2,418				0
2	X	DIAMOND HILL LONG-SHORT	25264S833			11/22/2011		12/14/2011	1,641	1,614				27
3	X	DODGE & COX INT'L STOCK F	256206103			10/17/2011		12/14/2011	2,899	2,899				0
4	X	DODGE & COX INCOME FD C	256210105			9/18/2008		9/27/2011	3,969	3,600				369
5	X	DODGE & COX INCOME FD C	256210105			9/18/2008		10/13/2011	2,840	2,580				260
6	X	DODGE & COX INCOME FD C	256210105			9/18/2008		11/18/2011	1,374	1,236				138
7	X	DODGE & COX INCOME FD C	256210105			9/18/2008		12/14/2011	7,051	6,324				727
8	X	JP MORGAN MID CAP VALUE	339128100			11/22/2011		12/14/2011	1,839	1,814				25
9	X	HARBOR CAPITAL APRCION	411511504			10/17/2011		12/14/2011	2,710	2,710				0
10	X	HUSSMAN STRATEGIC GROV	448108100			9/29/2011		12/14/2011	2,775	2,828				-53
11	X	ING INTERNATIONAL REAL ES	44980Q518			2/5/2009		7/13/2011	6,158	3,981				2,177
12	X	ING INTERNATIONAL REAL ES	44980Q518			7/17/2008		7/13/2011	31,980	36,100				-4,120
13	X	ISHARES BARCLAYS TIPS BO	464287176			7/17/2008		9/27/2011	18,884	17,790				1,094
14	X	ISHARES BARCLAYS TIPS BO	464287176			7/17/2008		10/13/2011	19,495	18,437				1,058
15	X	ISHARES BARCLAYS TIPS BO	464287176			10/7/2009		10/13/2011	4,902	4,447				455
16	X	ISHARES BARCLAYS TIPS BO	464287176			2/5/2009		11/18/2011	11,543	9,806				1,737
17	X	ISHARES BARCLAYS TIPS BO	464287176			10/7/2009		11/18/2011	5,480	4,860				620
18	X	ISHARES BARCLAYS TIPS BO	464287176			8/4/2009		11/18/2011	9,328	7,991				1,337
19	X	ISHARES S & P 500 INDEX FU	464287200			11/18/2011		12/14/2011	2,202	2,210				-8
20	X	ISHARES TR MSCI EMERGING	464287234			7/17/2008		9/27/2011	21,719	24,867				-3,148
21	X	ISHARES TR MSCI EMERGING	464287234			7/17/2008		10/13/2011	26,317	29,579				-3,262
22	X	ISHARES TR MSCI EMERGING	464287234			2/5/2009		10/13/2011	2,562	1,558				1,004
23	X	ISHARES TR MSCI EMERGING	464287234			2/5/2009		11/18/2011	30,567	18,526				12,041
24	X	ISHARES MSCI EAFE	464287465			7/17/2008		9/27/2011	34,971	46,502				-11,531
25	X	ISHARES MSCI EAFE	464287465			7/17/2008		10/13/2011	47,069	61,183				-14,114
26	X	ISHARES MSCI EAFE	464287465			2/5/2009		11/18/2011	19,314	15,361				3,953
27	X	ISHARES MSCI EAFE	464287465			7/17/2008		11/18/2011	29,021	38,730				-9,709
28	X	ISHARES TR RUSSELL MIDCA	464287499			7/17/2008		7/13/2011	54,389	45,907				8,482
29	X	SPDR DOW JONES REIT ETF	78464A607			7/17/2008		10/13/2011	32,779	36,282				-3,503
30	X	SPDR DOW JONES REIT ETF	78464A607			2/5/2009		10/13/2011	9,029	5,007				4,022
31	X	WF ADV FUNDS LGE CO VAL-	949915854			7/25/2002		11/18/2011	46,871	24,428				22,443
32	X	ISHARES TR RUSSELL MIDCA	464287499			7/17/2008		11/18/2011	36,430	39,441				-3,011
33	X	ISHARES TR RUSSELL MIDCA	464287499			7/17/2008		9/27/2011	29,264	28,462				802
34	X	ISHARES TR RUSSELL MIDCA	464287499			8/4/2009		10/13/2011	9,739	7,573				2,166
35	X	ISHARES TR RUSSELL MIDCA	464287499			7/17/2008		10/13/2011	11,518	11,293				225
36	X	ISHARES TR RUSSELL MIDCA	464287499			2/5/2009		10/13/2011	16,762	10,135				6,627
37	X	ISHARES TR RUSSELL MIDCA	464287499			2/5/2009		11/18/2011	41,397	24,233				17,164
38	X	KEELEY SMALL CAP VAL FD C	487300808			11/22/2011		12/14/2011	1,583	1,583				0
39	X	MFS VALUE FUND-CLASS I #8	552983694			11/22/2011		12/14/2011	2,150	2,119				31
40	X	MERGER FD SH BEN INT #260	589509108			11/22/2011		12/14/2011	1,613	1,608				5
41	X	PIMCO TOTAL RET FD-INST #	693390700			7/13/2011		9/27/2011	1,352	1,381				-29
42	X	PIMCO TOTAL RET FD-INST #	693390700			7/13/2011		12/14/2011	7,377	7,463				-86
43	X	PIMCO HIGH YIELD FD-INST #	693390841			7/17/2008		9/27/2011	24,822	24,907				-85
44	X	PIMCO HIGH YIELD FD-INST #	693390841			7/17/2008		10/13/2011	32,889	33,116				-227
45	X	TCW SMALL CAP GROWTH FU	87234N849			10/17/2011		12/14/2011	1,564	1,564				0
46	X	WELLS FARGO ADV SM CP VI	94984B397			4/25/2003		10/13/2011	16,243	14,515				1,728
47	X	WELLS FARGO ADV SM CP VI	94984B397			4/25/2003		11/18/2011	17,979	15,299				2,680
48	X	VANGUARD REIT VIPER	922908553			7/13/2011		11/18/2011	552	619				-67
49	X	WELLS FARGO ADV DISC VA	94984B587			11/26/2007		7/13/2011	3,500	3,958				-458
50	X	WF ADV TRAD S/C GRWTH FU	94985D244			4/25/2003		7/13/2011	22,000	13,622				8,378
51	X	WF ADV TRAD S/C GRWTH FU	94985D244			4/25/2003		9/27/2011	11,565	9,001				2,564

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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				
									Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss
									Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	
Long Term CG Distributions									1,342,971		1,256,887		86,084
Short Term CG Distributions									0		0		0
52	X	WF ADV TRAD S/C GRWTH FQ	94985D244			4/25/2003		10/13/2011	15,631	11,889		3,742	
53	X	WF ADV TRAD S/C GRWTH FQ	94985D244			4/25/2003		11/18/2011	16,812	12,542		4,270	
54	X	WELLS FARGO ADV LG CP GF	94985D277			2/22/2002		7/13/2011	14,500	10,781		3,719	
55	X	WELLS FARGO ADV LG CP GF	94985D277			2/22/2002		9/27/2011	38,966	31,799		7,167	
56	X	WELLS FARGO ADV LG CP GF	94985D277			4/25/2003		10/13/2011	13,518	9,111		4,407	
57	X	WELLS FARGO ADV LG CP GF	94985D277			12/24/2002		10/13/2011	5,113	3,299		1,814	
58	X	WELLS FARGO ADV LG CP GF	94985D277			9/24/2004		10/13/2011	4,017	3,138		879	
59	X	WELLS FARGO ADV LG CP GF	94985D277			8/25/2004		10/13/2011	4,015	3,103		912	
60	X	WELLS FARGO ADV LG CP GF	94985D277			10/25/2004		10/13/2011	3,974	3,075		899	
61	X	WELLS FARGO ADV LG CP GF	94985D277			7/23/2004		10/13/2011	3,823	2,922		901	
62	X	WELLS FARGO ADV LG CP GF	94985D277			2/22/2002		10/13/2011	10,829	8,635		2,194	
63	X	WELLS FARGO ADV LG CP GF	94985D277			7/25/2002		10/13/2011	7,518	4,773		2,745	
64	X	WELLS FARGO ADV LG CP GF	94985D277			7/25/2002		11/18/2011	50,724	32,279		18,445	
65	X	WELLS FARGO ADV LG CP GF	94985D277			1/24/2003		11/18/2011	4,865	3,062		1,803	
66	X	WELLS FARGO ADV SM CP VI	94984B397			4/25/2003		7/13/2011	14,000	10,660		3,340	
67	X	WELLS FARGO ADV SM CP VI	94984B397			4/25/2003		9/27/2011	11,742	10,864		878	
68	X	WELLS FARGO ADV INTL BON	94985D582			7/17/2008		7/13/2011	500	486		14	
69	X	WELLS FARGO ADV INTL BON	94985D582			7/17/2008		9/27/2011	8,385	8,293		92	
70	X	WELLS FARGO ADV INTL BON	94985D582			7/17/2008		10/13/2011	9,425	9,321		104	
71	X	WELLS FARGO ADV INTL BON	94985D582			8/4/2009		10/13/2011	1,700	1,591		109	
72	X	WELLS FARGO ADV INTL BON	94985D582			8/4/2009		11/18/2011	5,762	5,409		353	
73	X	WELLS FARGO ADV INTL BON	94985D582			2/5/2009		11/18/2011	5,932	5,000		932	
74	X	WF ADV FUNDS LGE CO VAL-	949915854			11/26/2007		9/27/2011	27,025	37,136		-10,111	
75	X	WF ADV FUNDS LGE CO VAL-	949915854			9/27/2001		9/27/2011	8,098	10,932		-2,834	
76	X	WF ADV FUNDS LGE CO VAL-	949915854			9/27/2001		10/13/2011	18,990	24,987		-5,997	
77	X	WF ADV FUNDS LGE CO VAL-	949915854			6/25/2008		10/13/2011	16,388	20,614		-4,226	
78	X	WF ADV FUNDS LGE CO VAL-	949915854			1/25/2008		10/13/2011	3,715	4,748		-1,033	
79	X	WF ADV FUNDS LGE CO VAL-	949915854			4/25/2003		10/13/2011	8,726	10,368		-1,642	
80	X	WF ADV FUNDS LGE CO VAL-	949915854			4/25/2003		11/18/2011	9,966	11,547		-1,581	
81	X	WF ADV FUNDS LGE CO VAL-	949915854			2/25/2003		11/18/2011	2,824	3,094		-270	
82	X	WF ADV FUNDS LGE CO VAL-	949915854			3/25/2003		11/18/2011	2,501	2,819		-318	
83	X	PIMCO HIGH YIELD FD-INST #	693390841			2/5/2009		11/18/2011	14,224	10,900		3,324	
84	X	PIMCO HIGH YIELD FD-INST #	693390841			8/4/2009		11/18/2011	6,634	6,000		634	
85	X	PIMCO HIGH YIELD FD-INST #	693390841			7/17/2008		11/18/2011	14,591	14,378		213	
86	X	PIMCO FOREIGN BD FD USD	693390882			11/22/2011		12/14/2011	1,608	1,611		-3	
87	X	PIMCO EMERG MKTS BD-INS	693391559			7/17/2008		9/27/2011	14,390	13,454		936	
88	X	PIMCO EMERG MKTS BD-INS	693391559			7/17/2008		10/13/2011	19,636	17,962		1,674	
89	X	PIMCO EMERG MKTS BD-INS	693391559			2/5/2009		11/18/2011	16,095	11,848		4,247	
90	X	PIMCO EMERG MKTS BD-INS	693391559			7/17/2008		11/18/2011	4,881	4,409		472	
91	X	PIMCO COMMODITY REAL RE	722005667			7/17/2008		9/27/2011	14,749	36,200		-21,451	
92	X	PIMCO COMMODITY REAL RE	722005667			7/13/2011		9/27/2011	1,844	2,180		-336	
93	X	PIMCO COMMODITY REAL RE	722005667			2/5/2009		10/13/2011	15,887	13,000		2,887	
94	X	PIMCO COMMODITY REAL RE	722005667			7/13/2011		10/13/2011	2,758	3,320		-562	
95	X	PIMCO COMMODITY REAL RE	722005667			3/16/2009		10/13/2011	2,982	2,312		670	
96	X	PIMCO COMMODITY REAL RE	722005667			3/16/2009		11/18/2011	23,087	17,688		5,399	
97	X	RIDGEWORTH SEIX HY BD-I #	76628T645			10/17/2011		12/14/2011	4,208	4,172		36	
98	X	T ROWE PRICE SHORT TERM	77957P105			7/13/2011		9/27/2011	3,429	3,458		-29	
99	X	T ROWE PRICE SHORT TERM	77957P105			7/13/2011		10/13/2011	5,065	5,128		-63	
100	X	T ROWE PRICE SHORT TERM	77957P105			7/13/2011		11/18/2011	4,892	4,943		-51	
101	X	SPDR DOW JONES REIT ETF	78464A607			7/17/2008		9/27/2011	32,687	35,009		-2,322	
102	X	LT CAPITAL GAIN DIVIDENDS							7,720			7,720	
Totals													
Securities									1,342,971		1,256,887	86,084	
Other sales									0	0	0	0	

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

Index	Check "X" if Sale of Security	Description	Amount		Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
			Long Term CG Distributions	Short Term CG Distributions						Securities	Other sales			
				0								1,342,971	1,256,887	86,084
				0								0	0	0
													Expense of Sale and Cost of Improvements	Net Gain or Loss
													Valuation Method	Depreciation
													Cost or Other Basis	Net Gain or Loss
													Gross Sales Price	

**Line 16a (990-PF) - Legal Fees**

		19,948	0	0	19,948
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only) 19,948
1	LEGAL FEES	19,948			
2					
3					
4					
5					
6					
7					
8					
9					
10					

**Line 16b (990-PF) - Accounting Fees**

		2,351	0	0	2,351
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	2,351			2,351
2					
3					
4					
5					
6					
7					
8					
9					
10					

**Line 18 (990-PF) - Taxes**

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	1,200			
2	ESTIMATED EXCISE TAX PAID	264			
3	FOREIGN TAX WITHHELD	1,138	1,138		
4					
5					
6					
7					
8					
9					
10					
		2,602	1,138	0	0

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

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

1	MUTUAL FUND AND CTF INCOME ADDITIONS	1	4,551
2	RETURN OF PY GRANT	2	2,313
3	Total	3	6,864

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

1	COST BASIS ADJUSTMENT	1	789
2	MUTUAL FUND AND CTF INCOME SUBTRACTIONS	2	1,641
3	PY RETURN OF CAPITAL ADJUSTMENT	3	528
4	Total	4	2,958

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

Long Term CG Distributions															Amount	
Short Term CG Distributions															0	0
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	
1	ARTISAN INTERNATIONAL FUND #661	04314H204		10/17/2011	12/14/2011			2,418	0	2,418	0			0	86,030	
2	DIAMOND HILL LONG-SHORT FD CL I #1	25264S833		11/22/2011	12/14/2011			1,641	0	1,614	27			0	0	
3	DODGE & COX INT'L STOCK FD #1048	256206103		10/17/2011	12/14/2011			2,899	0	2,899	0			0	0	
4	DODGE & COX INCOME FD COM #147	256210105		9/18/2008	9/27/2011			3,969	0	3,600	369			0	369	
5	DODGE & COX INCOME FD COM #147	256210105		9/18/2008	10/13/2011			2,840	0	2,580	260			0	260	
6	DODGE & COX INCOME FD COM #147	256210105		9/18/2008	11/18/2011			1,374	0	1,236	138			0	138	
7	DODGE & COX INCOME FD COM #147	256210105		9/18/2008	12/14/2011			7,051	0	6,324	727			0	727	
8	J.P. MORGAN MID CAP VALUE-I #758	339128100		11/22/2011	12/14/2011			1,839	0	1,814	25			0	25	
9	HARBOR CAPITAL APRCITION-INST #20	411511504		10/17/2011	12/14/2011			2,710	0	2,710	0			0	0	
10	HUSSMAN STRATEGIC GROWTH FUND	448108100		9/29/2011	12/14/2011			2,775	0	2,828	-53			0	-53	
11	ING INTERNATIONAL REAL EST-I #2664	44980Q518		2/5/2009	7/13/2011			6,158	0	3,981	2,177			0	2,177	
12	ING INTERNATIONAL REAL EST-I #2664	44980Q518		7/17/2008	7/13/2011			31,980	0	36,100	-4,120			0	-4,120	
13	ISHARES BARCLAYS TIPS BOND FUND	464287176		7/17/2008	9/27/2011			18,884	0	17,790	1,094			0	1,094	
14	ISHARES BARCLAYS TIPS BOND FUND	464287176		7/17/2008	10/13/2011			19,495	0	18,437	1,058			0	1,058	
15	ISHARES BARCLAYS TIPS BOND FUND	464287176		10/17/2009	10/13/2011			4,902	0	4,447	455			0	455	
16	ISHARES BARCLAYS TIPS BOND FUND	464287176		2/5/2009	11/18/2011			11,543	0	9,806	1,737			0	1,737	
17	ISHARES BARCLAYS TIPS BOND FUND	464287176		10/17/2009	11/18/2011			5,480	0	4,860	620			0	620	
18	ISHARES BARCLAYS TIPS BOND FUND	464287176		8/4/2009	11/18/2011			9,328	0	7,991	1,337			0	1,337	
19	ISHARES S & P 500 INDEX FUND	464287200		11/18/2011	12/14/2011			2,202	0	2,210	-8			0	-8	
20	ISHARES TR MSCI EMERGING MARKET	464287234		7/17/2008	9/27/2011			21,719	0	24,867	-3,148			0	-3,148	
21	ISHARES TR MSCI EMERGING MARKET	464287234		7/17/2008	10/13/2011			26,317	0	29,579	-3,262			0	-3,262	
22	ISHARES TR MSCI EMERGING MARKET	464287234		2/5/2009	10/13/2011			2,562	0	1,558	1,004			0	1,004	
23	ISHARES TR MSCI EMERGING MARKET	464287234		2/5/2009	11/18/2011			30,567	0	18,526	12,041			0	12,041	
24	ISHARES MSCI EAFE	464287465		7/17/2008	9/27/2011			34,971	0	46,502	-11,531			0	-11,531	
25	ISHARES MSCI EAFE	464287465		7/17/2008	10/13/2011			47,069	0	61,183	-14,114			0	-14,114	
26	ISHARES MSCI EAFE	464287465		2/5/2009	11/18/2011			19,314	0	15,361	3,953			0	3,953	
27	ISHARES MSCI EAFE	464287465		7/17/2008	11/18/2011			29,021	0	38,730	-9,709			0	-9,709	
28	ISHARES TR RUSSELL MIDCAP INDEX F	464287499		7/17/2008	7/13/2011			54,389	0	45,907	8,482			0	8,482	
29	SPDR DOW JONES REIT ETF	78464A607		7/17/2008	10/13/2011			32,779	0	36,282	-3,503			0	-3,503	
30	SPDR DOW JONES REIT ETF	78464A607		2/5/2009	10/13/2011			9,029	0	5,007	4,022			0	4,022	
31	SPDR DOW JONES REIT ETF	78464A607		2/5/2009	11/18/2011			46,871	0	24,428	22,443			0	22,443	
32	WF ADV FUNDS LG CO VAL- ADMIN #3	949915854		7/25/2002	11/18/2011			36,430	0	39,441	-3,011			0	-3,011	
33	ISHARES TR RUSSELL MIDCAP INDEX F	464287499		7/17/2008	9/27/2011			29,264	0	28,462	802			0	802	
34	ISHARES TR RUSSELL MIDCAP INDEX F	464287499		8/4/2009	10/13/2011			9,739	0	7,573	2,166			0	2,166	
35	ISHARES TR RUSSELL MIDCAP INDEX F	464287499		7/17/2008	10/13/2011			11,518	0	11,293	225			0	225	
36	ISHARES TR RUSSELL MIDCAP INDEX F	464287499		2/5/2009	10/13/2011			16,762	0	10,135	6,627			0	6,627	
37	ISHARES TR RUSSELL MIDCAP INDEX F	464287499		2/5/2009	11/18/2011			41,397	0	24,233	17,164			0	17,164	
38	KEELEY SMALL CAP VAL FD CL I #2251	487300808		11/22/2011	12/14/2011			1,583	0	1,583	0			0	0	
39	MFS VALUE FUND-CLASS I #893	552983694		11/22/2011	12/14/2011			2,150	0	2,119	31			0	31	
40	MERGER FD SH BEN INT #260	589509108		11/22/2011	12/14/2011			1,613	0	1,608	5			0	5	
41	PIMCO TOTAL RET FD-INST #35	693390700		7/13/2011	9/27/2011			1,352	0	1,381	-29			0	-29	
42	PIMCO TOTAL RET FD-INST #35	693390700		7/13/2011	12/14/2011			7,377	0	7,463	-86			0	-86	
43	PIMCO HIGH YIELD FD-INST #108	693390841		7/17/2008	9/27/2011			24,822	0	24,907	-85			0	-85	
44	PIMCO HIGH YIELD FD-INST #108	693390841		7/17/2008	10/13/2011			32,889	0	33,116	-227			0	-227	
45	TCW SMALL CAP GROWTH FUND-I #4787324N849	94985D244		10/17/2011	12/14/2011			1,564	0	1,564	0			0	0	
46	WELLS FARGO ADV SM CP VL FD-ADM	94984B397		4/25/2003	10/13/2011			16,243	0	14,515	1,728			0	1,728	
47	WELLS FARGO ADV SM CP VL FD-ADM	94984B397		4/25/2003	11/18/2011			17,979	0	15,299	2,680			0	2,680	
48	VANGUARD REIT VIPER	922908553		7/13/2011	11/18/2011			552	0	619	-67			0	-67	
49	WELLS FARGO ADV DISC VA FD-ADMN	94984B587		11/26/2007	7/13/2011			3,500	0	3,958	-458			0	-458	
50	WF ADV TRAD S/C GRWTH FD INST #4194985D244			4/25/2003	7/13/2011			22,000	0	13,622	8,378			0	8,378	
51	WF ADV TRAD S/C GRWTH FD INST #4194985D244			4/25/2003	9/27/2011			11,565	0	9,001	2,564			0	2,564	
52	WF ADV TRAD S/C GRWTH FD INST #4194985D244			4/25/2003	10/13/2011			15,631	0	11,889	3,742			0	3,742	
53	WF ADV TRAD S/C GRWTH FD INST #4194985D244			4/25/2003	11/18/2011			16,812	0	12,542	4,270			0	4,270	
54	WELLS FARGO ADV LG CP GR FD-INS #94985D277			2/22/2002	7/13/2011			14,500	0	10,781	3,719			0	3,719	
55	WELLS FARGO ADV LG CP GR FD-INS #94985D277			2/22/2002	9/27/2011			38,966	0	31,799	7,167			0	7,167	
56	WELLS FARGO ADV LG CP GR FD-INS #94985D277			4/25/2003	10/13/2011			13,518	0	9,111	4,407			0	4,407	
57	WELLS FARGO ADV LG CP GR FD-INS #94985D277			12/24/2002	10/13/2011			5,113	0	3,299	1,814			0	1,814	
58	WELLS FARGO ADV LG CP GR FD-INS #94985D277			9/24/2004	10/13/2011			4,017	0	3,138	879			0	879	

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

Long Term CG Distributions														Amount						
Short Term CG Distributions														0	0					
Totals														1,345,746	0	1,259,716	86,030	0	0	86,030
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses							
59	WELLS FARGO ADV LG CP GR FD-INS #94985D277			8/25/2004	10/13/2011	4,015	0	3,103	912			0	912							
60	WELLS FARGO ADV LG CP GR FD-INS #94985D277			10/25/2004	10/13/2011	3,974	0	3,075	899			0	899							
61	WELLS FARGO ADV LG CP GR FD-INS #94985D277			7/23/2004	10/13/2011	3,823	0	2,922	901			0	901							
62	WELLS FARGO ADV LG CP GR FD-INS #94985D277			2/22/2002	10/13/2011	10,829	0	8,635	2,194			0	2,194							
63	WELLS FARGO ADV LG CP GR FD-INS #94985D277			7/25/2002	10/13/2011	7,518	0	4,773	2,745			0	2,745							
64	WELLS FARGO ADV LG CP GR FD-INS #94985D277			7/25/2002	11/18/2011	50,724	0	32,279	18,445			0	18,445							
65	WELLS FARGO ADV LG CP GR FD-INS #94985D277			1/24/2003	11/18/2011	4,865	0	3,062	1,803			0	1,803							
66	WELLS FARGO ADV SM CP VL FD-ADM #94984B397			4/25/2003	7/13/2011	14,000	0	10,660	3,340			0	3,340							
67	WELLS FARGO ADV SM CP VL FD-ADM #94984B397			4/25/2003	9/27/2011	11,742	0	10,864	878			0	878							
68	WELLS FARGO ADV INTL BOND-IS #47094985D582			7/17/2008	7/13/2011	500	0	486	14			0	14							
69	WELLS FARGO ADV INTL BOND-IS #47094985D582			7/17/2008	9/27/2011	8,385	0	8,293	92			0	92							
70	WELLS FARGO ADV INTL BOND-IS #47094985D582			7/17/2008	10/13/2011	9,425	0	9,321	104			0	104							
71	WELLS FARGO ADV INTL BOND-IS #47094985D582			8/4/2009	10/13/2011	1,700	0	1,591	109			0	109							
72	WELLS FARGO ADV INTL BOND-IS #47094985D582			8/4/2009	11/18/2011	5,762	0	5,409	353			0	353							
73	WELLS FARGO ADV INTL BOND-IS #47094985D582			2/5/2009	11/18/2011	5,932	0	5,000	932			0	932							
74	WF ADV FUNDS LGE CO VAL- ADMIN #3	949915854		11/26/2007	9/27/2011	27,025	0	37,136	-10,111			0	-10,111							
75	WF ADV FUNDS LGE CO VAL- ADMIN #3	949915854		9/21/2001	9/27/2011	8,098	0	-10,932	-2,834			0	-2,834							
76	WF ADV FUNDS LGE CO VAL- ADMIN #3	949915854		9/21/2001	10/13/2011	18,990	0	24,987	-5,997			0	-5,997							
77	WF ADV FUNDS LGE CO VAL- ADMIN #3	949915854		6/25/2008	10/13/2011	16,368	0	20,614	-4,226			0	-4,226							
78	WF ADV FUNDS LGE CO VAL- ADMIN #3	949915854		1/25/2008	10/13/2011	3,715	0	4,748	-1,033			0	-1,033							
79	WF ADV FUNDS LGE CO VAL- ADMIN #3	949915854		4/25/2003	10/13/2011	8,726	0	10,368	-1,642			0	-1,642							
80	WF ADV FUNDS LGE CO VAL- ADMIN #3	949915854		4/25/2003	11/18/2011	9,966	0	11,547	-1,581			0	-1,581							
81	WF ADV FUNDS LGE CO VAL- ADMIN #3	949915854		2/25/2003	11/18/2011	2,824	0	3,094	-270			0	-270							
82	WF ADV FUNDS LGE CO VAL- ADMIN #3	949915854		3/25/2003	11/18/2011	2,501	0	2,819	-318			0	-318							
83	PIMCO HIGH YIELD FD-INST #108	693390841		2/5/2009	11/18/2011	14,224	0	10,900	3,324			0	3,324							
84	PIMCO HIGH YIELD FD-INST #108	693390841		8/4/2009	11/18/2011	6,634	0	6,000	634			0	634							
85	PIMCO HIGH YIELD FD-INST #108	693390841		7/17/2008	11/18/2011	14,591	0	14,378	213			0	213							
86	PIMCO FOREIGN BD FD USD H-INST #16	693390882		11/22/2011	12/14/2011	1,608	0	1,611	-3			0	-3							
87	PIMCO EMERG MKTS BD-INST #137	693391559		7/17/2008	9/27/2011	14,390	0	13,454	936			0	936							
88	PIMCO EMERG MKTS BD-INST #137	693391559		7/17/2008	10/13/2011	19,636	0	17,962	1,674			0	1,674							
89	PIMCO EMERG MKTS BD-INST #137	693391559		2/5/2009	11/18/2011	16,095	0	11,848	4,247			0	4,247							
90	PIMCO EMERG MKTS BD-INST #137	693391559		7/17/2008	11/18/2011	4,881	0	4,409	472			0	472							
91	PIMCO COMMODITY REAL RET STRAT-	722005667		7/17/2008	9/27/2011	14,749	0	36,200	-21,451			0	-21,451							
92	PIMCO COMMODITY REAL RET STRAT-	722005667		7/13/2011	9/27/2011	1,844	0	2,180	-336			0	-336							
93	PIMCO COMMODITY REAL RET STRAT-	722005667		2/5/2009	10/13/2011	15,887	0	13,000	2,887			0	2,887							
94	PIMCO COMMODITY REAL RET STRAT-	722005667		7/13/2011	10/13/2011	2,758	0	3,320	-562			0	-562							
95	PIMCO COMMODITY REAL RET STRAT-	722005667		3/16/2009	10/13/2011	2,982	0	2,312	670			0	670							
96	PIMCO COMMODITY REAL RET STRAT-	722005667		3/16/2009	11/18/2011	23,087	0	17,688	5,399			0	5,399							
97	RIDGEWORTH SEIX HY BD-I #5855	766281645		10/17/2011	12/14/2011	4,208	0	4,172	36			0	36							
98	T ROWE PRICE SHORT TERM BD FD #577957P105			7/13/2011	9/27/2011	3,429	0	3,458	-29			0	-29							
99	T ROWE PRICE SHORT TERM BD FD #577957P105			7/13/2011	10/13/2011	5,065	0	5,128	-63			0	-63							
100	T ROWE PRICE SHORT TERM BD FD #577957P105			7/13/2011	11/18/2011	4,892	0	4,943	-51			0	-51							
101	SPDR DOW JONES REIT ETF	78464A607		7/17/2008	9/27/2011	32,687	0	35,009	-2,322			0	-2,322							
102	LIT CAPITAL GAIN DIVIDENDS					7,720	0	0	7,720			0	7,720							

[illegible]

**Part**

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

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

	Date	Amount
1 Credit from prior year return		564
2 First quarter estimated tax payment		
3 Second quarter estimated tax payment		
4 Third quarter estimated tax payment		
5 Fourth quarter estimated tax payment		
6 Other payments	5/10/2011	264
7 Total		828

Form **8868**  
(Rev. January 2012)  
Department of the Treasury  
Internal Revenue Service

## 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 ☒ **X**
- 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](http://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	Enter filer's identifying number, see instructions
File by the due date for filing your return. See instructions	WILLIAMSON I FBO CHARITIES 4947 TUW	Employer identification number (EIN) or <input checked="" type="checkbox"/> 23-6215020
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN) <input type="checkbox"/>
	Wells Fargo Bank N A 101N Independence Mall E MACY1372-062	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	Philadelphia	PA 19106-2112

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

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

- The books are in the care of ▶ WELLS FARGO BANK N A

Telephone No ▶ (888) 730-4933 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 8/15/2012, 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	\$	3,600
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	\$	
c	<b>Balance due.</b> 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	\$	3,600

**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

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

Form **8868** (Rev. 1-2012)

(HTA)