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: TILLERY-TODD FAMILY FOUNDATION

A Employer identification number: 26-2702412

Number and street (or P O box number if mail is not delivered to street address): P O Box 1501, NJ2-130-03-31 | Room/suite:

B Telephone number (see instructions): 609-274-6834

City or town, state, and ZIP code: PENNINGTON NJ 08534-1501

C If exemption application is pending, check here ▶ ☐

G Check all that apply. ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☒ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 2,203,241

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

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

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	0	0		
	4	Dividends and interest from securities	29,935	29,775		
	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	-72,707			
	b	Gross sales price for all assets on line 6a 85,114				
	7	Capital gain net income (from Part IV, line 2)		0		
	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	-42,772	29,775	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16 a	Legal fees (attach schedule)	0	0	0	0
	b	Accounting fees (attach schedule)	0	0	0	0
	c	Other professional fees (attach schedule)	0	0	0	0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	944	944	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)	357	207	0	150
	24	**Total operating and administrative expenses** Add lines 13 through 23	1,301	1,151	0	150
	25	Contributions, gifts, grants paid	112,935			112,935
	26	**Total expenses and disbursements** Add lines 24 and 25	114,236	1,151	0	113,085
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-157,008			
	b	**Net investment income** (if negative, enter -0-)		28,624		
	c	**Adjusted net income** (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions

(HTA)

Form **990-PF** (2011)

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		1	1
	2	Savings and temporary cash investments	1,486,614	178,528	178,528
	3	Accounts receivable ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	4	Pledges receivable ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule) ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	8	Inventories for sale or use		0	
	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)	856,058	2,078,117	2,024,712
	c	Investments—corporate bonds (attach schedule)	0	0	0
	11	Investments—land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	0	0	0
	14	Land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	15	Other assets (describe ▶)	0	0	0
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,342,672	2,256,646	2,203,241
Liabilities	17	Accounts payable and accrued expenses		0	
	18	Grants payable			
	19	Deferred revenue		0	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ▶)	0	0	
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	2,342,672	2,256,646	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	2,342,672	2,256,646	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,342,672	2,256,646	

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	2,342,672
2	Enter amount from Part I, line 27a	2	-157,008
3	Other increases not included in line 2 (itemize) ▶ ADJUSTMENT TO ADJUST PRIOR YEAR BASIS	3	71,447
4	Add lines 1, 2, and 3	4	2,257,111
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	465
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,256,646

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Attached Statement			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	-84,116
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	92,707	1,199,633	0 077279
2009	6,086	397,031	0 015329
2008	14,900	89,490	0 166499
2007			0 000000
2006			0 000000

2	**Total** of line 1, column (d)	2	0 259107
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 086369
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,299,674
5	Multiply line 4 by line 3	5	198,621
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	286
7	Add lines 5 and 6	7	198,907
8	Enter qualifying distributions from Part XII, line 4	8	113,085

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	572
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	572
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	572
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 216		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	216
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	356
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	0
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 0 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ DE			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ N/A			
14	The books are in care of ▶ MLTC, A DIVISION OF BANK OF AMERICA, N A Telephone no ▶ 609-274-6834 Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501			
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			
			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20_____ , 20_____ , 20_____ , 20_____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20_____ , 20_____ , 20_____ , 20_____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		**5b**	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A *If "Yes," attach the statement required by Regulations section 53 4945–5(d)*	☐ Yes ☐ No			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870*		**6b**		X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**	N/A	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Statement	.00	0	0	0
	00	0	0	0
	.00	0	0	0
	00	0	0	0

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				0

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	1,786,612
b	Average of monthly cash balances	1b	548,082
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,334,694
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,334,694
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	35,020
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,299,674
6	**Minimum investment return.** Enter 5% of line 5	6	114,984

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	114,984
2a	Tax on investment income for 2011 from Part VI, line 5	2a	572		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0		
c	Add lines 2a and 2b			2c	572
3	Distributable amount before adjustments Subtract line 2c from line 1			3	114,412
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	114,412
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	114,412

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	113,085
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	113,085
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	113,085

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

Part XIII Undistributed Income (see instructions)

			(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7					114,412
2	Undistributed income, if any, as of the end of 2011					
a	Enter amount for 2010 only				0	
b	Total for prior years 20____, 20____, 20____			0		
3	Excess distributions carryover, if any, to 2011					
a	From 2006	NONE				
b	From 2007	NONE				
c	From 2008	1,279				
d	From 2009	0				
e	From 2010	32,924				
f	**Total** of lines 3a through e		34,203			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 113,085					
a	Applied to 2010, but not more than line 2a				0	
b	Applied to undistributed income of prior years (Election required—see instructions)			0		
c	Treated as distributions out of corpus (Election required—see instructions)		0			
d	Applied to 2011 distributable amount					113,085
e	Remaining amount distributed out of corpus		0			
5	Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a))*		1,327			1,327
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5		32,876			
b	Prior years' undistributed income Subtract line 4b from line 2b			0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d	Subtract line 6c from line 6b Taxable amount—see instructions			0		
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012					0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)		0			
9	**Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		32,876			
10	Analysis of line 9					
a	Excess from 2007	0				
b	Excess from 2008	0				
c	Excess from 2009	0				
d	Excess from 2010	32,876				
e	Excess from 2011	0				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Attached Statement				
Total			▶ 3a	112,935
b *Approved for future payment* NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1 Program service revenue					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	29,935	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-72,707	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
12 Subtotal Add columns (b), (d), and (e)		0		-42,772	0

13 Total. Add line 12, columns (b), (d), and (e) 13 -42,772

(See worksheet in line 13 instructions to verify calculations)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 5-14-12 Title: President Trustee

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
DONALD J ROMAN	[signature]	5/2/2012		P00364310
Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219			Phone no 412-355-6000	

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

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	63,768	147,884	-84,116
Other sales	21,346	9,937	11,409

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
1	X	ALCATEL LUCENT SPD ADR	013904305			10/9/2000		12/19/2011	769	80,684				-79,915
2	X	BARRICK GOLD CORPORATIC	067901108			3/9/2010		12/16/2011	16,542	14,681				1,861
3	X	BROADRIDGE FINL	11133T103			9/21/2000		12/19/2011	5,425	6,077				-652
4	X	LSI CORPORATION	502161102			10/9/2000		12/19/2011	883	17,314				-16,431
5	X	LSI CORPORATION	502161102			10/9/2000		12/19/2011	31	704				-673
6	X	SPDR GOLD TRUST	78463V107			3/9/2010		12/9/2011	14	9				5
7	X	SPDR GOLD TRUST	78463V107			3/9/2010		12/16/2011	40,104	28,415				11,689
8		DELMONTE FOODS							21,204	9,835				11,369
9		SPDR GOLD TRUST							34	28				6
10		SPDR GOLD TRUST							108	74				34
11														0
12														0
13														0
14														0
15														0
16														0
17														0
18														0
19														0
20														0
21														0
22														0
23														0
24														0
25														0
26														0
27														0
28														0
29														0
30														0
31														0
32														0
33														0
34														0
35														0
36														0
37														0
38														0
39														0
40														0
41														0
42														0
43														0
44														0
45														0
46														0
47														0
48														0
49														0
50														0
51														0

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		944	944	0	0
1					
2					
3	FOREIGN TAX WITHHELD	944	944		
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		357	207	0	150
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	51	51		
2	INVESTMENT FEES	156	156		
3	OTHER MISC FEES	150			150
4					
5					
6					
7					
8					
9					

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

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	63,768	0	147,884	-84,116	0	0	0	-84,116
1	ALCATEL LUCENT SPD ADR	013904305		10/9/2000	12/19/2011	769	0	80,684	-79,915			0	-79,915
2	BARRICK GOLD CORPORATION	067901108		3/9/2010	12/16/2011	16,542	0	14,681	1,861			0	1,861
3	BROADRIDGE FINL	11133T103		9/21/2000	12/19/2011	5,425	0	6,077	-652			0	-652
4	LSI CORPORATION	502161102		10/9/2000	12/19/2011	883	0	17,314	-16,431			0	-16,431
5	LSI CORPORATION	502161102		10/9/2000	12/19/2011	31	0	704	-673			0	-673
6	SPDR GOLD TRUST	78463V107		3/9/2010	12/9/2011	14	0	9	5			0	5
7	SPDR GOLD TRUST	78463V107		3/9/2010	12/16/2011	40,104	0	28,415	11,689			0	11,689
8						0	0	0	0			0	0
9						0	0	0	0			0	0
10						0	0	0	0			0	0
11						0	0	0	0			0	0
12						0	0	0	0			0	0
13						0	0	0	0			0	0
14						0	0	0	0			0	0
15						0	0	0	0			0	0
16						0	0	0	0			0	0
17						0	0	0	0			0	0
18						0	0	0	0			0	0
19						0	0	0	0			0	0
20						0	0	0	0			0	0
21						0	0	0	0			0	0
22						0	0	0	0			0	0
23						0	0	0	0			0	0
24						0	0	0	0			0	0
25						0	0	0	0			0	0
26						0	0	0	0			0	0
27						0	0	0	0			0	0
28						0	0	0	0			0	0
29						0	0	0	0			0	0
30						0	0	0	0			0	0
31						0	0	0	0			0	0
32						0	0	0	0			0	0
33						0	0	0	0			0	0
34						0	0	0	0			0	0
35						0	0	0	0			0	0
36						0	0	0	0			0	0
37						0	0	0	0			0	0
38						0	0	0	0			0	0
39						0	0	0	0			0	0
40						0	0	0	0			0	0
41						0	0	0	0			0	0
42						0	0	0	0			0	0
43						0	0	0	0			0	0
44						0	0	0	0			0	0
45						0	0	0	0			0	0
46						0	0	0	0			0	0
47						0	0	0	0			0	0
48						0	0	0	0			0	0
49						0	0	0	0			0	0
50						0	0	0	0			0	0
51						0	0	0	0			0	0
52						0	0	0	0			0	0
53						0	0	0	0			0	0
54						0	0	0	0			0	0
55						0	0	0	0			0	0
56						0	0	0	0			0	0
57						0	0	0	0			0	0
58						0	0	0	0			0	0

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

0

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	AMANDA TILLERY		501 SILVERSIDE ROAD	WILMINGTON	DE	19809		CE PRESIDE	1 00	
2	GEORGE TILLERY		501 SILVERSIDE ROAD	WILMINGTON	DE	19809		PRESIDENT	1.00	
3	GEOREGE G TILLERY		501 SILVERSIDE ROAD	WILMINGTON	DE	19809		CE PRESIDE	1 00	
4	JONATHAN TILLERY		501 SILVERSIDE ROAD	WILMINGTON	DE	19809		CE PRESIDE	1 00	
5	TIMOTHY TILLERY		501 SILVERSIDE ROAD	WILMINGTON	DE	19809		CE PRESIDE	1.00	
6	JANSSEN TODD		501 SILVERSIDE ROAD	WILMINGTON	DE	19809		CE PRESIDE	1.00	
7	JARIN TODD		501 SILVERSIDE ROAD	WILMINGTON	DE	19809		CE PRESIDE	1 00	
8	NATALIE TODD		501 SILVERSIDE ROAD	WILMINGTON	DE	19809		CE PRESIDE	1 00	
9	JULIE K TODD		501 SILVERSIDE ROAD	WILMINGTON	DE	19809		CE PRESIDE	1 00	
10										

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

		Date		Amount
1	Credit from prior year return	4/15/2011	1	216
2	First quarter estimated tax payment		2	
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	0
7	Total		7	216

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

Recipient(s) paid during the year

Name	Street	City	State	Zip Code	Foreign Country	Relationship	Foundation Status	Purpose of grant/contribution	Amount
FOUNDATION SOURCE		WILMINGTON	DE			NONE	501(C)(3)	GENERAL OPERATING	38,935
RODALE INSTITUTE		KUTZTOWN	PA			NONE	501(C)(3)	GENERAL OPERATING	2,000
SALVATION ARMY		RIVERSIDE	CA			NONE	501(C)(3)	GENERAL OPERATING	5,000
NEW AMERICAN SINGERS		RIVERSIDE	CA			NONE	501(C)(3)	GENERAL OPERATING	2,000
GOD'S KIDS		FONTANA	CA			NONE	501(C)(3)	GENERAL AND UNRESTRICTED	25,000
CAMPUS CRUSADE FOR CHRIST		ORLANDO	FL			NONE	509(A)(1)	INTERNATIONAL SCHOOLS	40,000

Merrill Lynch
Wealth Management
Bank of America Corporation

Account Number

MERRILL LYNCH TRUST COMPANY,
A DIVISION OF BANK OF AMERICA, N A.
CUSTODIAN OF THE
TILLERY-TODD FOUNDATION
UAD 5/29/2008

Net Portfolio Value: $2,203,241.13

Your Financial Advisor:
JAMES M KOSAN
3550 VINE STREET SUITE 300
RIVERSIDE CA 92507
james_kosan@ml com
1-951-369-3875

Trust Officer:
JOHN P RADWANSKI
609-274-2987

TRUST MANAGEMENT ACCOUNT

November 26, 2011 - December 30, 2011

ASSETS	*December 30*	*November 30*
Cash/Money Accounts	178,529.37	-
Fixed Income	-	-
Equities	2,024,711.76	-
Mutual Funds	-	-
Options	-	-
Other	-	-
Subtotal (Long Portfolio)	*2,203,241.13*	-
TOTAL ASSETS	$2,203,241.13	-

LIABILITIES		
Debit Balance	-	-
Short Market Value	-	-
NET PORTFOLIO VALUE	$2,203,241.13	-

CASH FLOW	*This Statement*	*Year to Date*
Opening Cash/Money Accounts	-	
CREDITS		
Funds Received	188,694.06	188,694 06
Electronic Transfers	-	-
Other Credits	0.08	0 08
Subtotal	*188,694.14*	*188,694 14*
DEBITS		
Electronic Transfers	-	-
Other Debits	(74,000.00)	(74,000.00)
ML Trust Fees	-	-
Non ML Trust Fees	-	-
Bill Payment	-	-
Subtotal	*($74,000.00)*	*($74,000 00)*
Net Cash Flow	$114,694.14	$114,694 14
Dividends/Interest Income	81.17	81 17
Security Purchases/Debits	-	-
Security Sales/Credits	63,754.06	63,754.06
Closing Cash/Money Accounts	$178,529.37	
Securities You Transferred In/Out	2,063,629.09	2,063,629 09

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 26, 2011 - December 30, 2011

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	0 27	0 27		.27		
BIF MONEY FUND	175,089 00	175,089 00	1 0000	**175,089.00**	**18**	01
TOTAL		175,089.27		**175,089.27**	**18**	01

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
AEGION CORP	AEGN	03/09/10	945	27 5251	26,011 22	15.3400	14,496.30	(11,514 92)		
		03/09/10	100	27 5266	2,752 66	15.3400	1,534.00	(1,218.66)		
Subtotal			*1,045*		*28,763.88*		***16,030.30***	*(12,733 58)*		
AMERICAN WTR WKS CO INC	AWK	03/09/10	800	21 3039	17,043.12	31 8600	25,488.00	8,444 88	736	2 88
NEW		03/09/10	544	21 3047	11,589 81	31 8600	17,331 84	5,742 03	501	2.88
Subtotal			*1,344*		*28,632 93*		***42,819.84***	*14,186 91*	***1,237***	*2 88*
ANHEUSER-BUSCH INBEV ADR	BUD	03/09/10	195	50 0592	9,761 56	60 9900	11,893.05	2,131 49	190	1 59
		03/09/10	100	50.0693	5,006 93	60.9900	6,099.00	1,092 07	97	1.59
Subtotal			*295*		*14,768 49*		***17,992.05***	*3,223 56*	***287***	*1.59*
APACHE CORP	APA	06/30/11	243	123 8210	30,088 51	90 5800	**22,010.94**	(8,077 57)	**146**	66
APPLE INC	AAPL	06/30/11	89	336 5300	29,951 17	405 0000	**36,045.00**	6,093 83		
APTARGROUP INC	ATR	06/30/11	478	52.7166	25,198 54	52 1700	**24,937.26**	(261 28)	**421**	1 68
BROADCOM CORP CALIF CL A	BRCM	06/30/11	888	34 0330	30,221 33	29 3600	**26,071.68**	(4,149 65)	**320**	1 22
CELANESE CORP DEL SER A	CE	06/30/11	301	54 1340	16,294.36	44 2700	13,325.27	(2,969.09)	73	54
		06/30/11	166	54 1500	8,988.90	44.2700	7,348.82	(1,640 08)	40	54
Subtotal			*467*		*25,283.26*		***20,674.09***	*(4,609.17)*	***113***	*54*
CHEVRON CORP	CVX	03/09/10	385	74 4791	28,674 49	106 4000	**40,964.00**	12,289.51	**1,248**	3.04
CHINA PETE CHEM SPN ADR	SNP	03/09/10	182	80.4975	14,650 55	105 0500	**19,119.10**	4,468 55	**576**	3.01

TILLERY-TODD FOUNDATION Account Number

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 26, 2011 - December 30, 2011

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
CISCO SYSTEMS INC COM	CSCO	03/09/10	1,092	26 1943	28,604 18	18.0800	19,743 36	(8,860.82)	263	1.32
		03/18/11	1,400	17 4460	24,424 40	18.0800	25,312 00	887.60	336	1 32
		03/18/11	1,100	17 4435	19,187 85	18.0800	19,888.00	700 15	264	1 32
Subtotal			*3,592*		*72,216 43*		***64,943.36***	*(7,273.07)*	***863***	*1 32*
DEVRY INC DEL	DV	03/09/10	434	65 9829	28,636 58	38.4600	**16,691.64**	(11,944 94)	**131**	78
DIAGEO PLC SPSD ADR NEW	DEO	03/09/10	224	65 8736	14,755 69	87.4200	**19,582.08**	4,826.39	**582**	2 96
DISCOVERY COMMUNICATN *INC SERIES A*	DISCA	06/30/11	606	41 4970	25,147 20	40.9700	**24,827.82**	(319 38)		
DISNEY (WALT) CO COM STK	DIS	06/30/11	770	39 2021	30,185 65	37.5000	**28,875.00**	(1,310 65)	**462**	1 60
DJIA STEPUP ISSUER BAC *STEP 18 7% SV 11989 83 DUE 01/24/14 BUF 10%*	MLGIS	01/27/11	50,000	10 0000	500,000.00	9 1500	**457,500.00**	(42,500.00)		
EASTMAN CHEMICAL CO COM	EMN	06/30/11	288	51.5049	14,833 43	39 0600	11,249 28	(3,584.15)	300	2 66
		06/30/11	200	51 5050	10,301 00	39.0600	7,812 00	(2,489 00)	208	2 66
Subtotal			*488*		*25,134.43*		***19,061.28***	*(6,073 15)*	***508***	*2 66*
ENBRIDGE INC COM	ENB	03/09/10	622	23.5909	14,673 57	37 4100	**23,269.02**	8,595 45	**697**	2 99
EXPRESS SCRIPTS INC COM	ESRX	03/09/10	580	49 3746	28,637 32	44 6900	**25,920.20**	(2,717 12)		
FORD MOTOR CO	F	03/18/11	700	14.6015	10,221 05	10 7600	7,532 00	(2,689 05)	140	1 85
		03/18/11	4,300	14 6030	62,792 90	10 7600	46,268 00	(16,524.90)	860	1 85
Subtotal			*5,000*		*73,013 95*		***53,800.00***	*(19,213 95)*	***1,000***	*1 85*
GENERAL ELECTRIC	GE	03/09/10	1,735	16 5246	28,670 35	17 9100	31,073 85	2,403.50	1,180	3 79
		03/18/11	2,200	19.7630	43,478 60	17.9100	39,402 00	(4,076 60)	1,497	3.79
		03/18/11	800	19.7660	15,812 80	17 9100	14,328 00	(1,484 80)	545	3 79
Subtotal			*4,735*		*87,961 75*		***84,803.85***	*(3,157 90)*	***3,222***	*3 79*
GENUINE PARTS CO	GPC	03/18/11	600	52 0320	31,219 20	61.2000	36,720 00	5,500.80	1,081	2 94
		03/18/11	400	52 0420	20,816 80	61 2000	24,480 00	3,663.20	721	2 94
Subtotal			*1,000*		*52,036 00*		***61,200.00***	*9,164.00*	***1,802***	*2 94*

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 26, 2011 - December 30, 2011

EQUITIES (continued) *Description*	*Symbol*	*Acquired*	*Quantity*	*Unit Cost Basis*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Annual Income*	*Current Yield%*
GILEAD SCIENCES INC COM	GILD	03/09/10	601	47 6055	28,610 91	40.9300	**24,598.93**	(4,011 98)		
GOOGLE INC CL A	GOOG	03/09/10	51	562.0900	28,666 59	645.9000	**32,940.90**	4,274 31		
HEINZ H J CO PV 25CT	HNZ	03/19/01	2,500	36.3670	90,917 55	54.0400	**135,100.00**	44,182.45	**4,800**	3.55
HONEYWELL INTL INC DEL	HON	06/30/11	504	59 8538	30,166.33	54.3500	**27,392.40**	(2,773.93)	**751**	2 74
INTEL CORP	INTC	03/09/10	662	20 9946	13,898 49	24.2500	16,053 50	2,155 01	557	3 46
		03/09/10	700	20.9948	14,696.36	24.2500	16,975 00	2,278 64	588	3.46
Subtotal			*1,362*		*28,594.85*		***33,028.50***	*4,433.65*	***1,145***	*3 46*
INTL BUSINESS MACHINES *CORP IBM*	IBM	03/09/10	227	126 2040	28,648 31	183 8800	**41,740.76**	13,092.45	**681**	1 63
JOHNSON AND JOHNSON COM	JNJ	03/09/10	445	64 5131	28,708 33	65.5800	**29,183.10**	474 77	**1,015**	3 47
MONSANTO CO NEW DEL COM	MON	03/09/10	400	71 3795	28,551.80	70.0700	**28,028.00**	(523.80)	**481**	1 71
NIKE INC CL B	NKE	03/09/10	50	69 1320	3,456.60	96 3700	4,818 50	1,361.90	72	1 49
		03/09/10	100	69 1322	6,913.22	96.3700	9,637 00	2,723 78	144	1 49
		03/09/10	264	69 1323	18,250 93	96 3700	25,441 68	7,190 75	381	1 49
Subtotal			*414*		*28,620 75*		***39,897.18***	*11,276 43*	***597***	*1 49*
OWENS CORNING INC	OC	06/30/11	400	38 2400	15,296 00	28 7200	11,488.00	(3,808 00)		
		06/30/11	263	38 2500	10,059 75	28 7200	7,553.36	(2,506.39)		
Subtotal			*663*		*25,355 75*		***19,041.36***	*(6,314 39)*		
PETRLEO BRAS VTG SPD ADR	PBR	03/09/10	320	45 8833	14,682 66	24 8500	**7,952.00**	(6,730 66)	**48**	60
PFIZER INC	PFE	03/18/11	3,000	20 0952	60,285 60	21.6400	**64,920.00**	4,634.40	**2,640**	4 06
PRUDENTIAL FINANCIAL INC	PRU	03/18/11	1,000	61 1794	61,179 40	50 1200	**50,120.00**	(11,059 40)	**1,451**	2 89
QUEST DIAGNOSTICS INC	DGX	03/09/10	500	55.9368	27,968.40	58 0600	29,030 00	1,061.60	340	1.17
		03/09/10	12	55.9466	671 36	58 0600	696 72	25 36	9	1.17
Subtotal			*512*		*28,639.76*		***29,726.72***	*1,086 96*	***349***	*1.17*
RESEARCH IN MOTION LTD	RIMM	03/09/10	199	73.9143	14,708 95	14.5000	**2,885.50**	(11,823.45)		
SALESFORCE COM INC	CRM	06/30/11	168	149 6979	25,149 26	101 4600	**17,045.28**	(8,103.98)		

TILLERY-TODD FOUNDATION

Account Number.

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 26, 2011 - December 30, 2011

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
SANOFI ADR	SNY	03/09/10	384	38.3964	14,744 22	36 5400	**14,031.36**	(712.86)	**508**	3.61
SCHLUMBERGER LTD	SLB	03/09/10	446	64.2031	28,634 59	68.3100	**30,466.26**	1,831 67	**446**	1.46
SERVICE CORP INTL	SCI	06/30/11	2,133	11 8303	25,234 17	10.6500	**22,716.45**	(2,517.72)	**427**	1 87
SONY CORP ADR NEW	SNE	03/09/10	395	37 3589	14,756 80	18.0400	**7,125.80**	(7,631 00)	**114**	1 59
TAIWAN S MANUFCTRING ADR	TSM	03/09/10	1,423	10.3173	14,681 52	12 9100	**18,370.93**	3,689 41	**590**	3 20
TENARIS S A ADR	TS	03/09/10	100	43.9842	4,398 42	37 1800	3,718 00	(680 42)	68	1 82
		03/09/10	234	43 9941	10,294 64	37 1800	8,700 12	(1,594.52)	160	1 82
Subtotal			*334*		*14,693 06*		***12,418.12***	*(2,274.94)*	***228***	*1.82*
TEVA PHARMACTCL INDS ADR	TEVA	03/09/10	240	61 8143	14,835 45	40.3600	**9,686.40**	(5,149.05)	**189**	1 94
THE MOSAIC COMPANY *COMMON SHARES*	MOS	06/30/11	372	67 5286	25,120 65	50.4300	**18,759.96**	(6,360.69)	**75**	39
VALE SA	VALE	03/09/10	475	30 8428	14,650 33	21.4500	**10,188.75**	(4,461 58)	**14**	13
VALERO ENERGY CORP NEW	VLO	06/30/11	1,185	25 4841	30,198 75	21.0500	**24,944.25**	(5,254 50)	**712**	2 85
VEECO INSTRUMENTS INC	VECO	06/30/11	511	49 0983	25,089 28	20.8000	**10,628.80**	(14,460.48)		
VEOLIA ENVIRONNEMENT ADR	VE	03/09/10	460	32 1188	14,774.65	11.0500	**5,083.00**	(9,691.65)	**677**	13 31
W W GRAINGER INCORP	GWW	03/09/10	266	107.8458	28,686 99	187 1900	**49,792.54**	21,105.55	**703**	1.41
WAL-MART STORES INC	WMT	03/18/11	1,000	51.8984	51,898 40	59.7600	**59,760.00**	7,861 60	**1,460**	2 44
TOTAL					2,078,117 38		**2,024,711.76**	(53,405.62)	**33,716**	1 67
TOTAL PRINCIPAL INVESTMENTS					2,253,206 65		**2,199,801.03**	(53,405.62)	**33,734**	1 53

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 26, 2011 - December 30, 2011

RESEARCH RATINGS

Security	Symbol	BofAML Research	Morningstar	S&P
ANHEUSER-BUSCH INBEV ADR	BUD	Buy (A17)	Hold	No Coverage
AMERICAN WTR WKS CO INC	AWK	Buy (B17)	Hold	No Coverage
APACHE CORP	APA	Buy (B17)	Buy	Buy
APPLE INC	AAPL	Buy (C19)	Buy	Buy
APTARGROUP INC	ATR	Neutral (B27)	Hold	No Coverage
BROADCOM CORP CALIF CL A	BRCM	Buy (C17)	Buy	Hold
CHINA PETE CHEM SPN ADR	SNP	Buy (C17)	Buy	No Coverage
CHEVRON CORP	CVX	Neutral (A27)	Buy	Buy
CELANESE CORP DEL SER A	CE	Neutral (C27)	Hold	Buy
CISCO SYSTEMS INC COM	CSCO	Buy (B17)	Buy	Hold
DIAGEO PLC SPSD ADR NEW	DEO	Buy (A17)	Hold	Buy
DISCOVERY COMMUNICATN	DISCA	Buy (C19)	Hold	Buy
DEVRY INC DEL	DV	Buy (B17)	Buy	Hold
DISNEY (WALT) CO COM STK	DIS	Neutral (B27)	Buy	Buy
EXPRESS SCRIPTS INC COM	ESRX	Buy (B19)	Buy	Buy
EASTMAN CHEMICAL CO COM	EMN	Neutral (B27)	Hold	Buy
ENBRIDGE INC COM	ENB	N/A	Hold	No Coverage
FORD MOTOR CO	F	Buy (C17)	Buy	Buy
GENERAL ELECTRIC	GE	Neutral (B27)	Buy	Buy
GOOGLE INC CL A	GOOG	Buy (C19)	Hold	Hold
GENUINE PARTS CO	GPC	Underperform (A37)	Hold	Hold
GILEAD SCIENCES INC COM	GILD	Buy (B19)	Buy	Buy
W W GRAINGER INCORP	GWW	Buy (A17)	Sell	Buy
HONEYWELL INTL INC DEL	HON	Buy (B17)	Hold	Buy
HEINZ H J CO PV 25CT	HNZ	Neutral (A27)	Hold	Buy
INTEL CORP	INTC	Buy (B17)	Hold	Hold
INTL BUSINESS MACHINES	IBM	Buy (B17)	Hold	Buy

TILLERY-TODD FOUNDATION Account Number.

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 26, 2011 - December 30, 2011

RESEARCH RATINGS (continued)

Security	*Symbol*	*BofAML Research*	*Morningstar*	*S&P*
JOHNSON AND JOHNSON COM	JNJ	Neutral (A27)	Buy	Buy
MONSANTO CO NEW DEL COM	MON	Buy (B17)	Buy	Hold
NIKE INC CL B	NKE	Buy (B17)	Hold	Buy
OWENS CORNING INC	OC	N/A	Buy	No Coverage
PRUDENTIAL FINANCIAL INC	PRU	Buy (B17)	Buy	Hold
PETRLEO BRAS VTG SPD ADR	PBR	Buy (C17)	Buy	Hold
PFIZER INC	PFE	Buy (A17)	Buy	Buy
QUEST DIAGNOSTICS INC	DGX	Buy (B17)	Hold	Hold
RESEARCH IN MOTION LTD	RIMM	Neutral (C29)	Hold	Sell
SCHLUMBERGER LTD	SLB	Buy (B17)	Buy	Buy
SANOFI ADR	SNY	Buy (A17)	Buy	Hold
SALESFORCE COM INC	CRM	Buy (C19)	Hold	Hold
SERVICE CORP INTL	SCI	Buy (C17)	No Coverage	No Coverage
SONY CORP ADR NEW	SNE	Underperform (B37)	Under Review	Hold
TENARIS S A ADR	TS	Buy (C17)	Buy	No Coverage
TEVA PHARMACTCL INDS ADR	TEVA	Buy (C17)	Buy	Hold
TAIWAN S MANUFCTRING ADR	TSM	Buy (C17)	Hold	Hold
THE MOSAIC COMPANY	MOS	N/A	Buy	Buy
VEECO INSTRUMENTS INC	VECO	Neutral (C29)	Buy	No Coverage
VALERO ENERGY CORP NEW	VLO	Buy (B18)	Buy	Buy
VEOLIA ENVIRONNEMENT ADR	VE	Buy (B18)	Buy	No Coverage
VALE SA	VALE	Buy (C17)	Buy	Buy
WAL-MART STORES INC	WMT	Buy (A17)	Hold	Buy

PLEASE REFER TO THE BACK OF YOUR STATEMENT FOR A GUIDE TO BofAML AND THIRD PARTY RESEARCH RATINGS.

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

November 26, 2011 - December 30, 2011

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est Annual Yield%
CASH	1 10	1 10		**1.10**		
BIF MONEY FUND	3,439 00	3,439 00	1 0000	**3,439.00**		01
TOTAL		3,440 10		**3,440.10**		.01
TOTAL INCOME INVESTMENTS		3,440.10		**3,440.10**		.01

LONG PORTFOLIO	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL PRINCIPAL/INCOME INVESTMENTS	2,256,646 75	**2,203,241.13**	(53,405 62)		**33,734**	1 53

YOUR TRUST MANAGEMENT ACCOUNT TRANSACTIONS

DIVIDENDS/INTEREST INCOME TRANSACTIONS

Date	Transaction Type	Quantity	Description	Income Cash	Principal Cash	Income Year To Date
12/19	Dividend		BROADCOM CORP CALIF CL A DIVIDEND HOLDING 888 0000 PAY DATE 12/19/2011	79.92		
12/30	Share Dividend	1	BIF MONEY FUND DIVIDEND PAY DATE 12/30/2011			
12/30	Cash Dividend		BIF MONEY FUND DIVIDEND PAY DATE 12/30/2011 FROM 12-05 THRU 12-30	.25		
	Income Total		BIF MONEY FUND	1 00		
	Subtotal (Taxable Dividends)			*81 17*		*81 17*