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 , 2011, and ending , 20

Name of foundation: HOOVER FOUNDATION INCOME ACCOUNT 7055000310

A Employer identification number: 34-6510994

Number and street (or P.O box number if mail is not delivered to street address): PO BOX 1558 DEPT EA4E86 — Room/suite

B Telephone number (see instructions): (330) 580-2568

City or town, state, and ZIP code: COLUMBUS, OH 43216

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: [X] 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) ▶ $ 44,791,294.

J Accounting method: [X] 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).)*

		(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				
	4 Dividends and interest from securities	1,105,028.	1,097,348.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	563,701.			
	b Gross sales price for all assets on line 6a 5,740,818.				
	7 Capital gain net income (from Part IV, line 2)		563,701.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	1,668,729.	1,661,049.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	137,199.	68,599.		68,599.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 7	1,200.	NONE	NONE	1,200.
	c Other professional fees (attach schedule) STMT 8	77,045.	77,045.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 9	24,102.	8,414.		200.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	4,996.	4,996.		4,996.
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 10	2,201.	2,201.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	246,743.	161,255.	NONE	74,995.
	25 Contributions, gifts, grants paid	2,366,350.			2,366,350.
	26 **Total expenses and disbursements.** Add lines 24 and 25	2,613,093.	161,255.	NONE	2,441,345.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-944,364.			
	b **Net investment income** (if negative, enter -0-)		1,499,794.		
	c **Adjusted net income** (if negative, enter -0-)				

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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			
2	Savings and temporary cash investments			
3	Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶ NONE			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U.S. and state government obligations (attach schedule) STMT 11			
b	Investments - corporate stock (attach schedule) STMT 13			
c	Investments - corporate bonds (attach schedule) STMT 18			
11	Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 20	36,007,811.	35,062,567.	44,791,294.
14	Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	36,007,811.	35,062,567.	44,791,294.
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)			
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. ▶ X			
27	Capital stock, trust principal, or current funds	36,007,811.	35,062,567.	
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)	36,007,811.	35,062,567.	
31	**Total liabilities and net assets/fund balances** (see instructions)	36,007,811.	35,062,567.	

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	36,007,811.
2	Enter amount from Part I, line 27a	2	-944,364.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	35,063,447.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 21	5	880.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	35,062,567.

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	PUBLICLY TRADED SECURITIES			
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	5,683,623.		5,177,117.	506,506.
b				
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				506,506.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	563,701.
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	

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	2,422,772.	43,634,198.	0.05552461397
2009	2,231,654.	40,307,823.	0.05536528232
2008	3,154,963.	47,405,589.	0.06655255354
2007	3,126,408.	53,818,342.	0.05809186764
2006	2,931,104.	50,804,898.	0.05769333500

2	**Total** of line 1, column (d)	2	0.29322765247
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	0.05864553049
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	45,998,363.
5	Multiply line 4 by line 3	5	2,697,598.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	14,998.
7	Add lines 5 and 6	7	2,712,596.
8	Enter qualifying distributions from Part XII, line 4	8	2,441,345.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	29,996.
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	
3	Add lines 1 and 2	3	29,996.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	29,996.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 18,336.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	18,336.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	53.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	11,713.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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
4a	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		
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	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OH			
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 ▶ HUNTINGTON NATIONAL BANK Telephone no. ▶ (614)331-9547

Located at ▶ PO BOX 1558 DEPT EA4E86, COLUMBUS, OH ZIP + 4 ▶ 43216

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

			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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	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 ▶ ______, ______, ______, ______			
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		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

			Yes	No
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		
	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? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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 STATEMENT 22		137,199.	-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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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
SEE STATEMENT 24		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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	
Total. Add lines 1 through 3 ▶	

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	46,698,846.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	46,698,846.
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	NONE
3	Subtract line 2 from line 1d	3	46,698,846.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	700,483.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	45,998,363.
6	**Minimum investment return**. Enter 5% of line 5	6	2,299,918.

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	2,299,918.
2a	Tax on investment income for 2011 from Part VI, line 5	2a 29,996.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	29,996.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	2,269,922.
4	Recoveries of amounts treated as qualifying distributions		4	NONE
5	Add lines 3 and 4		5	2,269,922.
6	Deduction from distributable amount (see instructions)		6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	2,269,922.

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	2,441,345.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions**. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,441,345.
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	N/A
6	**Adjusted qualifying distributions**. Subtract line 5 from line 4	6	2,441,345.

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				2,269,922.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			NONE	
b Total for prior years: 20 09 ,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2011:				
a From 2006 ...... 470,687.				
b From 2007 ...... 508,463.				
c From 2008 ...... 810,802.				
d From 2009 ...... 237,780.				
e From 2010 ...... 259,398.				
f **Total** of lines 3a through e	2,287,130.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 2,441,345.				
a Applied to 2010, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				2,269,922.
e Remaining amount distributed out of corpus	171,423.			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	2,458,553.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	470,687.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	1,987,866.			
10 Analysis of line 9:				
a Excess from 2007 ... 508,463.				
b Excess from 2008 ... 810,802.				
c Excess from 2009 ... 237,780.				
d Excess from 2010 ... 259,398.				
e Excess from 2011 ... 171,423.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

Part XV 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:

SEE STATEMENT 25

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 STATEMENT 55				
Total . . . . . . ▶ **3a**				2,366,350.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

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) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	1,105,028.	
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	563,701.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				1,668,729.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 1,668,729.

(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

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
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

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: HUNTINGTON NATIONAL BANK | Date: 04/07/2012 | Title: officer.

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
SCOTT J. GOYETCHE, CPA		04/07/2012		P00021559

Firm's name ▶ THOMSON REUTERS (TAX & ACCOUNTING) — Firm's EIN ▶ 75-1297386

Firm's address ▶ 6135 TRUST DRIVE, STE. 118, HOLLAND, OH 43528 — Phone no. 419-861-2300

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AFLAC INC	900.	900.
AT&T INC	8,600.	8,600.
AT&T INC 2.5% 08/15/2015	2,424.	2,424.
ABBOTT LABS 5.15% 11/30/2012	5,150.	5,150.
ABBOTT LABS	5,640.	5,640.
AIR PRODS & CHEMS INC W/1 RT/SH	686.	686.
ALCOA INC	456.	456.
ALLSTATE CORP	2,490.	2,490.
AMERICAN WATER WORKS CO INC	138.	138.
AMGEN INC W/1 RT/SH	560.	560.
ANHEUSER BUSCH COS INC 6% 04/15/2011	3,900.	3,900.
ANHEUSER BUSCH COS INC 5.05% 10/15/2016	5,050.	5,050.
APACHE CORP W/1 RT/SH	750.	750.
ARCHER DANIELS MIDLAND	670.	670.
BP AMOCO PLC	5,040.	5,040.
BAKER HUGHES INC	900.	900.
BANK OF AMERICA CORP 2.1% 04/30/2012	5,250.	5,250.
BANK OF NEW YORK MELLON CORP	6,309.	6,309.
BANK OF NOVA SCOTIA	9,478.	9,478.
BAXTER INTL INC W/1 RT/SH	2,635.	2,635.
BECTON DICKINSON	4,200.	4,200.
BHP BILLITON LTD-SPON ADR COMMON STOCK	4,040.	4,040.
BLACKROCK INC 3.5% 12/10/2014	3,500.	3,500.
BOEING CO	7,350.	7,350.
BRISTOL MYERS SQUIBB CO	7,920.	7,920.
CATERPILLAR INC W/1 RT/SH	9,440.	9,440.
CATERPILLAR FINL SVCS CORP CATERPILLAR F	11,500.	11,500.
CHEVRONTEXACO CORP	18,540.	18,540.
CHUBB CORP W/1 RT/SH	2,895.	2,895.
CHUBB CORP 6% 11/15/2011	6,000.	6,000.
CISCO SYSTEMS W/1 RT/SH	2,160.	2,160.
CISCO SYSTEMS 2.9% 11/17/2014	7,250.	7,250.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
COCA COLA CO	2,820.	2,820.
COCA COLA CO 1.5% 11/15/2015	46.	46.
COLGATE PALMOLIVE	7,075.	7,075.
COMCAST CORP CL A	962.	962.
CONOCOPHILLIPS	5,280.	5,280.
CONOCOPHILLIPS 4.4% 05/15/2013	4,400.	4,400.
DWS INTERNATIONAL FUND - INSTITUTIONAL S	8,666.	8,666.
DEERE & CO W/1 RT/SH	6,373.	6,373.
JOHN DEERE CAPITAL CORP 5.4% 10/17/2011	5,400.	5,400.
DIEBOLD INC W/1 RT/SH	11,200.	11,200.
DISNEY WALT HOLDING CO NEW	4,000.	4,000.
WALT DISNEY CO 4.7% 12/01/2012	11,750.	11,750.
NEW DOMINION RESOURCES INC	3,940.	3,940.
DU PONT E I DE NEMOURS & CO 4.75% 11/15/	4,750.	4,750.
DUKE ENERGY CORP 6.25% 01/15/2012	4,688.	4,688.
DUKE ENERGY CORP	3,960.	3,960.
EATON CORP W/1 RT/SH	10,880.	10,880.
EMERSON ELEC CO W/1 RT/SH	7,175.	7,175.
EMERSON ELECTRIC CO NTS DTD 10/29/01 5.7	11,500.	11,500.
EXELON CORP	5,460.	5,460.
EXXON MOBIL CORP	13,775.	13,775.
FHLMC 3.05% 06/18/2014-2012	7,625.	7,625.
FFCB 3.375% 12/27/2018	8,344.	8,344.
FFCB 4.8% 07/28/2014	24,000.	24,000.
FFCB 5% 09/04/2013	25,000.	25,000.
FFCB 4.3% 12/15/2014	21,500.	21,500.
FHLB SERIES 1 2.5% 04/27/2016	1,875.	1,875.
FHLB V/R MULTI-STEP CPN BND 1.375% 07/27	516.	516.
FHLB 1.22% 12/21/2016	107.	107.
FHLB 4% 02/15/2011	2,000.	2,000.
FHLB 4.1% 06/10/2019-2011	5,125.	5,125.
FHLB 3.3% 03/17/2016-2011	4,240.	4,240.
FHLB 2.15% 12/16/2013	3,225.	3,225.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FHLB 3.09% 07/07/2016-2011	3,927.	3,927.
FNMA 2.625% 12/30/2015-2011	3,281.	3,281.
FHLMC 4.125% 12/21/2012	4,125.	4,125.
FEDEX CORP	950.	950.
FRANKLIN RES INC	4,905.	4,905.
FREEPORT MCMORAN COPPER & GOLD	6,000.	6,000.
FRONTIER COMMUNICATIONS	1.	
GENERAL DYNAMICS W/1 RT/SH	2,510.	2,510.
GENERAL ELECTRIC CO	4,900.	4,900.
GENERAL ELEC CAP CORP 3.5% 08/13/2012	8,750.	8,750.
GENERAL MILLS INC W/1 RT/SH	1,755.	1,755.
GLAXO SMITHKLINE PLC ADR	6,510.	6,510.
GLAXOSMITHKLINE CAP INC 4.85% 05/15/2013	7,275.	7,275.
GOLDMAN SACHS GROUP INC	1,050.	1,050.
HEINZ H J CO	2,115.	2,115.
HERSHEY CO 5.3% 09/01/2011	5,300.	5,300.
HEWLETT PACKARD	3,520.	3,520.
HEWLETT PACKARD CO 5.25% 03/01/2012	5,250.	5,250.
HEWLETT PACKARD CO 2.125% 09/13/2015	5,209.	5,209.
HOME DEPOT INC	5,200.	5,200.
HUNTINGTON INTL EQUITY FUND IV	4,837.	4,837.
HUNTINGTON BANCSHARES INC W/1	210.	210.
ITT INDUSTRIES INC	500.	500.
INTEL CORP	13,301.	13,301.
IBM CORP	10,150.	10,150.
IBM CORP 2.1% 05/06/2013	5,250.	5,250.
ISHARES MSCI CANADA INDEX FUND	538.	538.
ISHARES MSCI PACIFIC EXCLUDING JAPAN IND	952.	952.
ISHARES BARCLAYS US TREASURY INFLATION P	73,670.	73,670.
ISHARES NASDAQ BIOTECHNOLOGY INDEX FUND	14.	14.
JP MORGAN CHASE & CO	3,150.	3,150.
JP MORGAN CHASE & CO 4.5% 01/15/2012	11,250.	11,250.
JOHNSON & JOHNSON	6,750.	6,750.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
KIMBERLY CLARK CORP W/1 RT/SH	5,520.	5,520.
KIMBERLY-CLARK CORP 5% 08/15/2013	12,500.	12,500.
MANAGERS BOND FUND	13,243.	13,243.
MCDONALDS CORP W/1 RT/SH	16,095.	16,095.
MEDTRONIC INC W/1 RT/SH	3,740.	3,740.
MERCK & CO INC	3,800.	3,800.
MERRILL LYNCH & CO 5% 01/15/2015	5,000.	5,000.
METLIFE INC 5.5% 06/15/2014	5,500.	5,500.
MICROSOFT CORP	11,680.	11,680.
MICROSOFT CORP 2.95% 06/01/2014	7,375.	7,375.
MOLSON COORS BREWING CO B	420.	420.
HUNTINGTON MONEY MARKET FUND II	96.	96.
HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	411.	411.
MONSANTO CO	1,140.	1,140.
NEWMONT MINING CORP	3,000.	3,000.
NEXTERA ENERGY INC	6,600.	6,600.
NIKE INC CL B	1,860.	1,860.
NORTHROP GRUMMAN CORP W/1 RT/SH	3,940.	3,940.
NOVARTIS ADR	9,453.	9,453.
OCCIDENTAL PETROLEUM CORP 1.45% 12/13/20	298.	298.
ORACLE CORPORATION W/1 RT/SH	6,090.	6,090.
ORACLE CORPORATION 4.95% 04/15/2013	7,425.	7,425.
OPPENHEIMER DEVELOPING MARKETS FUND - CL	12,337.	12,337.
PARKER HANNIFIN CORP W/1 RT/SH	900.	900.
PEABODY ENERGY CORP COM	234.	234.
PEPSICO INC	14,925.	14,925.
PEPSICO INC 4.65% 02/15/2013	4,650.	4,650.
PFIZER INC W/1 RT/SH	11,964.	11,964.
PITNEY BOWES INC 4.625% 10/01/2012	4,625.	4,625.
POTASH CORP SASK INC W/1 RT/SH	168.	168.
PRAXAIR INC	2,000.	2,000.
PRICE T ROWE GROUP INC	3,100.	3,100.
PROCTER & GAMBLE CO	7,177.	7,177.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PROCTER & GAMBLE CO 1.8% 11/15/2015	4,400.	4,400.
PRUDENTIAL FINANCIAL INC	2,900.	2,900.
T. ROWE PRICE MID CAP VALUE FUND	12,745.	12,745.
ROYAL DUTCH SHELL PLC -ADR	4,620.	4,620.
ROYCE TOTAL RETURN FUND	7,884.	7,884.
SCHLUMBERGER LTD	7,430.	7,430.
SCHNITZER STEEL INDS INC -A	68.	68.
SCHWAB (CHARLES) CORP	1,440.	1,440.
SHELL INTERNATIONAL FINANCE 3.1% 06/28/2	3,100.	3,100.
SHERWIN WMS CO W/1 RT/SH	9,198.	9,198.
SMUCKER (J.M.) CO THE-NEW COM WI	1,840.	1,840.
SOUTHERN CO	9,363.	9,363.
SPECTRA ENERGY CORP	4,910.	4,910.
STARBUCKS CORP	2,520.	2,520.
SUNCOR ENERGY INC	1,070.	1,070.
TJX COMPANIES INC	1,800.	1,800.
TARGET CORP	7,450.	7,450.
TEVA PHARMACEUTICAL INDS ADR	5,801.	5,801.
TEXAS INSTR INC W/1 RT/SH	1,538.	1,538.
THORNBURG INTERNATIONAL VALUE - I SHARES	24,693.	24,693.
3M COMPANY MEDIUM-TERM NOTE 4.375% 08/15	4,375.	4,375.
3M CO	8,800.	8,800.
TIMKEN CO	3,900.	3,900.
TRAVELERS COS INC	3,180.	3,180.
U S BANCORP	2,975.	2,975.
UNION PACIFIC CORP	8,208.	8,208.
UNITED PARCEL SERVICE 4.5% 01/15/2013	4,500.	4,500.
US TREASURY 5% 08/15/2011	10,000.	10,000.
US TREASURY 4.375% 08/15/2012	10,938.	10,938.
US TREASURY N/B 4.25% 11/15/2014	10,625.	10,625.
US TREASURY 3.375% 11/30/2012	8,438.	8,438.
US TREASURY 2.375% 08/31/2014	5,938.	5,938.
US TREASURY 2.375% 02/28/2015	5,938.	5,938.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
US TREASURY N/B 3% 02/28/2017	7,500.	7,500.
US TREASURY 1.375% 03/15/2013	3,438.	3,438.
US TREASURY 1% 03/31/2012	2,622.	2,622.
US TREASURY 1.875% 06/30/2015	3,750.	3,750.
US TREASURY 1.875% 08/31/2017	3,750.	3,750.
US TREASURY INFLATIONARY INDEX N/B 1.125	5,716.	517.
US TREASURY N/B 01/31/2016	5,000.	5,000.
US TREASURY 2.75% 02/28/2018	2,063.	2,063.
US TREASURY INFLATIONARY INDEX N/B .125%	2,539.	59.
UNITED TECH CORP	5,595.	5,595.
V F CORP W/1 RT/SH	3,915.	3,915.
VALERO ENERGY	1,500.	1,500.
VANGUARD SMALL CAP GROWTH INDEX FUND - I	3,777.	3,777.
VERIZON COMMUNICATIONS	18,624.	18,624.
VODAFONE GROUP PLC	4,328.	4,328.
WAL MART STORES INC	2,795.	2,795.
WAL-MART STORES INC 2.875% 04/01/2015	7,188.	7,188.
WALGREEN CO W/1 RT/SH	2,175.	2,175.
WELLS FARGO CO 3% 12/09/2011	6,000.	6,000.
WELLS FARGO CO 2.125% 06/15/2012	5,313.	5,313.
WELLS FARGO & CO NEW W/1 RT/SH	3,861.	3,861.
WELLS FARGO & CO 5.125% 09/01/2012	5,125.	5,125.
XILINX	3,650.	3,650.
ZIONS BANCORP	120.	120.
ACCENTURE PLC CL A	2,250.	2,250.
TOTAL	1,105,028.	1,097,348.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,200.			1,200.
TOTALS	1,200.	NONE	NONE	1,200.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MGMT FEES-SUBJECT T	77,045.	77,045.
TOTALS	77,045.	77,045.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FOREIGN TAXES	2,824.	2,824.	
OTHER TAXES	200.		200.
FEDERAL TAX PAYMENT - PRIOR YE	336.		
FEDERAL ESTIMATES - PRINCIPAL	15,152.		
FOREIGN TAXES ON QUALIFIED FOR	5,179.	5,179.	
FOREIGN TAXES ON NONQUALIFIED	411.	411.	
TOTALS	24,102.	8,414.	200.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER NON-ALLOCABLE EXPENSE -	2,201.	2,201.
TOTALS	2,201.	2,201.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION
570,000 US TREASURY 5.625%
200,000 US TREASURY 5%
250,000 US TREASURY 3.375%
250,000 US TREASURY 4.375%
500,000 US TREASURY 4%
350,000 US TREASURY 3.25%
100,000 FHLB 4% 02/15/2011
250,000 FHLB 4.05% 02/13/2014-
550,000 US TREASURY 5.5%
700,000 US TREASURY 6%
250,000 US TREASURY 6.5%
500,000 FHLB 4.125% 02/19/2015
250,000 FHLB 4.25%
500,000 FHLB 3.8% 08/26/2013
250,000 FHLB 4.07% 08/28/2012
500,000 FHLB 5.42%
500,000 FHLB SERIES 5.3%
250,000 FHLB 5.125%
250,000 US TREASURY 4.25% 11/1
250,000 US TREASURY 4.5% 3/31/
500,000 FFCB 4.8% 7/28/14
500,000 FFCB 5% 9/4/13
500,000 FFCB 4.3% 12/15/14
500,000 FHLB 5.5% 5/28/2010
500,000 FHLB 5.5% 2/15/2012-20
500,000 FHLB 5.54% 6/29/2011-2
500,000 FHLMC 5.6% 10/17/2013-
500,000 FHLMC MED TERM 5.55%
100,000 FHLMC 4.125% 12/21/201

HOOVER FOUNDATION INCOME ACCOUNT 7055000310 34-6510994

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION

TOTALS

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION

500 ABBOTT LABORATORIES
1,400 AIR PRODS & CHEMS INC
4,400 ALCOA INC
4,000 ALLSTATE CORP
1,500 T ROWE PRICE GROUP INC
5,376 AMERICAN INTL GROUP
1,000 AMGEN INC
2,000 AUTOMATIC DATA PROCESSIN
1,000 MOLSON COORS BREWING CO
4,500 BOEING CO
6,000 BRISTOL-MYERS SQUIBB CO
1,500 FREEPORT-MCMORAN C & G W
1,000 COSTCO WHOLESALES CORP
2,500 THERMO FISHER SCIENTIFIC
2,000 CISCO SYSTEMS
3,000 DEERE & CO
1,000 DELL INC COMMON
10,000 DIEBOLD INC
3,000 WALT DISNEY CO
1,000 APPLE INC
4,000 EATON CORP
8,000 SCHWAB (CHARLES) CORP
2,000 TEVA PHARMACEUTICAL
3,700 EXXON MOBIL CORP
5,000 XLINX
2,000 FNMA
4,000 FORD MOTOR CO
2,000 FRANKLIN RES INC
5,000 GENERAL ELECTRIC CO

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION

5,000 HOME DEPOT INC
7,000 INTEL CORP
2,000 IBM CORP
3,000 KIMBERLY-CLARK CORP
8,000 MCDONALDS CORP
11,000 MICROSOFT CORP
3,000 NEWMONT MINING CORP
2,000 NORTHROP GRUMMAN CORP
20,000 ORACLE CORP
4,000 PEPSICO INC
12,000 PFIZER INC
100 RIO TINTO PLC
3,000 SARA LEE CORP
2,000 SCHERING-PLOUGH CORP
7,400 SHERWIN-WILLIAMS CO
1,500 3M CO
5,000 TIMKEN CO
3,000 UST INC
7,000 US BANCORP
4,800 UNION PACIFIC CORP
5,490 VERIZON COMMUNICATIONS
890 WACHOVIA CORP 2ND NEW COM
16,000 WELLS FARGO & CO
3,000 WYETH
3,000 AFLAC INC
5,500 AT&T INC
1,000 APACHE CORP
7,500 CITIGROUP INC
2,000 CONOCOPHILLIPS

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION

2,000 DOMINION RESOURCES INC
3,500 DUKE ENERGY CORP
7,000 EXXON MOBIL CORP
3,000 JOHNSON & JOHNSON
5,000 MOTOROLA INC
7,000 ORACLE CORPORATION
1,700 PRUDENTIAL FINANCIAL INC
5,000 SOUTHERN CO
5,000 TARGET CORP
4,000 UNITED TECHNOLOGIES CORP
2,500 WALGREEN CO
2,000 WELLPOINT INC
4,875 WYETH
1,500 FRANKLIN RES INC
6,000 CATERPILLAR INC
1,500 DUKE ENERGY
2,600 EXELON CORP
3,000 FPL GROUP
5,000 EMERSON ELECTRIC CO
3,000 BP PLC SPONS ADR
6,000 CHEVRON CORPORATION
500 GOLDMAN SACHS GROUP INC
7,000 WALT DISNEY CO
2,000 VIACOM CLASS A COMMON
6,000 SCHLUMBERGER LTD
4,000 VALERO ENERGY CORP
3,000 HUNTINGTON BANCSHARES IN
17,085 TAIWAN SEMINCONDUCTER
1,500 GENERAL DYNAMICS CORP

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION

2,500 FEDEX CORP
5,000 ADOBE SYSTEMS INC
4,100 AMGEN INC
6,000 CISCO SYSTEMS
8,000 NOKIA CORP-SPON ADR
2,000 BEST BUY COMPANY
5,000 HEWLETT PACKARD CO
2,000 IBM CORP
1,000 CATERPILLAR
2,500 AMERICAN EXPRESS
2,500 WACHOVIA CORP
1,500 WELLS FARGO & CO
2,500 DOW CHEMICAL
2,500 BECTON DICKINSON
4,000 MEDTRONIC INC
3,500 COLGATE PALMOLIVE
1,500 FORTUNE BRANDS INC
4,000 PROCTER & GAMBLE CO
2,500 WAL-MART STORES INC
7,000 GENERAL ELECTRIC CO
3,000 3M CO
2,000 PRAXAIR INC
2,000 ITT CORPORATION
4,000 EXXON MOBIL CORP
4,000 MARATHON OIL CORP
4,000 VERIZON COMMUNICATIONS
750 GOLDMAN SACHS GROUP INC
1,000 MERRILL LYNCH & CO INC
3,000 MORGAN STANLEY

HOOVER FOUNDATION INCOME ACCOUNT 7055000310 34-6510994

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION
1,000 AMERICAN INTL GROUP
2,500 BJ SERVICE
2,000 SCHLUMBERGER LTD
5,000 BANK OF AMERICA CORP
2,000 JP MORGAN CHASE & CO
2,000 ABBOTT LABORATORIES
3,000 GLAXO SMITHKLINE PLC ADR
4,000 NOVARTIS AG ADR
2,000 TEVA PHARMACEUTICALS
2,500 ALLSTATE CORP
4,500 STARBUCKS CORP
10,000 INTEL CORP
3,500 PEPSICO INC
3,000 ECOLAB INC
5,000 MICROSOFT CORP
TOTALS

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION
100,000 AMR EXPRESS 3% 5/16/08
100,000 ANH BSH 5.05% 10/15/16
100,000 BK AMER 3.875% 1/15/08
100,000 3M COMPANY MED 4.375%
250,000 CATPILAR 4.15% 1/1510
100,000 UPS 4.5% 1/15/2013
100,000 CHUBB 6% 11/15/11
250,000 CITIGROUP 3.5% 2/1/08
100,000 CO COLA 4.375% 9/15/09
200,000 CONOCO 6.35% 10/14/11
100,000 DU PONT 4.75% 11/15/12
75,000 DUKE ENGY 6.25% 1/15/12
100,000 FIFTH THRD 4.5% 6/1/18
100,000 1ST NTL 7.875% 2/15/10
250,000 GEN ELC 4.625% 9/15/09
100,000 GLD SAC 4.125% 1/15/08
100,000 HERSHEY 5.3% 9/1/11
100,000 GOLDMAN SACHS GR 4.5%
100,000 IBM CORP 4.25% 9/15/09
250,000 JP MRGN 4.5% 1/15/12
150,000 LHMN BRO 3.5% 8/7/08
200,000 MAR & ILS 5.35% 4/1/11
100,000 MER LYNCH 5% 1/15/15
100,000 NTL UTL 3.875% 2/15/08
250,000 WALT DISNEY CO 4.7% 12
100,000 PIT BOW 4.625% 10/1/12
100,000 PRC & GAM 4.3% 8/15/08
100,000 TOY MTR 2.875% 8/11/08
250,000 NATL RURAL UTIL 4.375%

HOOVER FOUNDATION INCOME ACCOUNT 7055000310 34-6510994

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION

150,000 VERIZON 4% 1/15/08
200,000 WALMART 6.875% 8/10/09
100,000 WELLS FG 5.125% 9/1/12
130,000 ANH BSH 6% 4/15/11
250,000 OCCIDENTAL PETE 4.25%
200,000 EMER ELC 5.75% 11/1/11
300,000 GEN ELC 4.625% 9/15/09
250,000 LEH BRO 7% 2/1/08
200,000 PROC GMB 4.3% 8/15/08
100,000 ABBOTT LABS 5.15% 11/3
100,000 JOHN DEERE CAP 5.4%
100,000 METLIFE INC 5.5% 6/15/
250,000 CATERPILLAR FIN S 4.6%
250,000 KIMBERLY-CLARKE CO 5%
250,000 SBC COMMUN INC 4.125%
100,000 PEPSICO INC 4.65% 2/15
250,000 SIMON PROP GRP 4.875%
200,000 WELLS FARGO CO 3%
100,000 FIRST UN NATL BNK 7.87
150,000 GLAXOSMITHKLINE 4.85%
150,000 GOLDMAN SACHS 3.875%
100,000 HEWLETT PACKARD 5.25%
150,000 ORACLE CORP 4.95% 4/15
150,000 WELLS FARGO CO 4.625%

TOTALS

HOOVER FOUNDATION INCOME ACCOUNT 7055000310 34-6510994

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SCHEDULE ATTACHED	C	132,123.	121,458.	121,458.
SCHEDULE ATTACHED	C	23,212,662.	22,520,531.	25,757,287.
SCHEDULE ATTACHED	C	12,654,982.	12,408,309.	18,900,280.
INCOME CASH 301	C	7,061.	3,104.	3,104.
INCOME CASH 310	C	-1,497.	2,327.	2,327.
INCOME CASH 294	C	2,480.	6,838.	6,838.
TOTALS		36,007,811.	35,062,567.	44,791,294.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
NET INCOME BETWEEN TAX YEARS	880.
TOTAL	880.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
HUNTINGTON NATIONAL BANK
ADDRESS:
220 MARKET AVES, SUITE 200
CANTON, OH 44702
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 4
COMPENSATION .... 137,199.

OFFICER NAME:
LAWRENCE R HOOVER
ADDRESS:
400 MARKET AVE N STE 210
CANTON, OH 44702
TITLE:
CHAIRPERSON
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 4

OFFICER NAME:
RONALD BENNINGTON
ADDRESS:
400 MARKET AVE N STE 210
CANTON, OH 44702
TITLE:
COMMITTEE MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
THOMAS H HOOVER
ADDRESS:
400 MARKET AVE N STE 210
CANTON, OH 44702
TITLE:
COMMITTEE MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
TIMOTHY D SCHILTZ
ADDRESS:
400 MARKET AVE N STE 210
CANTON, OH 44702
TITLE:
COMMITTEE MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
CHARLES H HOOVER
ADDRESS:
400 MARKET AVE N STE 210
CANTON, OH 44702
TITLE:
COMMITEE MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION: 137,199.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS
==

NAME:
VICTORY CAPITAL MANAGEMENT
ADDRESS:
126 CENTRAL PLAZA N
CANTON, OH
TYPE OF SERVICE:
INVESTMENT

RECIPIENT NAME:
LAWRENCE HOOVER
ADDRESS:
400 MARKET AVE N., STE 210
CANTON, OH 44702
RECIPIENT'S PHONE NUMBER: 330-580-2568
FORM, INFORMATION AND MATERIALS:
LETTER STATING AMOUNT AND PURPOSE FOR WHICH GRANT IS REQUESTED.
SUBMISSION DEADLINES:
NONE
THE FOUNDATION MAKES GIFTS AND GRANTS PRINCIPALLY TO PUBLIC-SUPPORTED
RESTRICTIONS OR LIMITATIONS ON AWARDS:
COMMUNITY FUNDS, HOSPITALS AND HEALTH AGENCIES,COLLEGES AND COMMUNITY
ORGANIZATIONS. THE FOUNDATION DOES NOT MAKE GRANTS TO INDIVIDUALS.

RECIPIENT NAME:
AMERICAN HEART
ASSOCIATION
ADDRESS:
4916 HILLS & DALES RD.
CANTON, OH 44708
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
HEALTH/MEDICAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
CHARACTER CORP
ADDRESS:
220 MARKET AVENUE S.-STE 200
CANTON, OH 44702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
JR COLEMAN OUTREACH
SERVICES
ADDRESS:
1731 GRACE AVENUE NE
CANTON, OH 44705
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
LEAVE A LEGACY
STARK COUNTY
ADDRESS:
408 NINTH STREET SW
CANTON, OH 44707
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
MALONE COLLEGE
ADDRESS:
515 - 25TH STREET NW
CANTON, OH 44709
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 190,500.

RECIPIENT NAME:
WALSH UNIVERSITY
ADDRESS:
2020 E. MAPLE STREET
NORTH CANTON, OH 44720
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 22,500.

RECIPIENT NAME:
AMERICAN RED CROSS
ADDRESS:
521 MARKET AVENUE N.
CANTON, OH 44702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SOCIAL WELFARE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
MUSKINGUM COLLEGE
ADDRESS:
163 STORMONT STREET
NEW CONCORD, OH 43762
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
VANDERBILT UNIVERSITY
ADDRESS:
2201 WEST END AVENUE
NASHVILLE, TN 37240
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 100.

RECIPIENT NAME:
AULTMAN HOSPITAL
(WOMAN'S BOARD)
ADDRESS:
2600 - 6TH STREET SW
CANTON, OH 44710
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
HEALTH/MEDICAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
CANTON SYMPHONY ORCHESTRA
ADDRESS:
1001 MARKET AVENUE N.
CANTON, OH 44702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
HUMANITIES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 180,000.

RECIPIENT NAME:
NORTH COAST COMMUNITY
HOMES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
TURNING POINT OF STARK
COUNTY
ADDRESS:
1221 HARRISON RD. NE
CANTON, OH 44705
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SOCIAL WELFARE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 18,000.

RECIPIENT NAME:
YWCA OF CANTON
ADDRESS:
405 2ND STREET NW
CANTON, OH 44702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SOCIAL WELFARE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 83,000.

RECIPIENT NAME:
ZOAR COMMUNITY ASSOCIATION
ADDRESS:
221 FOLTZ RD.
ZOAR, OH 44697
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
HAMMER AND NAILS INC
ADDRESS:
P. O. BOX 8224
CANTON, OH 44711
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
MERCY MEDICAL CENTER
ADDRESS:
1455 HARRISON AVENUE NW
CANTON, OH 44708
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
HEALTH/MEDICAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
SUMMIT CHAPLAIN SERVICES
ADDRESS:
P. O. BOX 27086
AKRON, OH 44319-1995
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
PATHWAY CARING FOR CHILDREN
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ADOPTION/FOSTER CARE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
ABCD, INC
ADDRESS:
1225 GROSS AVENUE NE
CANTON, OH 44705
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES/REDUCE POVERTY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
CANTON MUSEUM OF ART
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
HUMANITIES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
NORTHEAST COMMUNITY CENTER
ADDRESS:
2600 - 25TH STREET NE
CANTON, OH 447045
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SOCIAL WELFARE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
MULTI-DEVELOPMENT SERVICES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
STARK COUNTY EDUCATIONAL SERVICES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
JUNIOR ACHIEVEMENT
ADDRESS:
4352 EXECUTIVE CIRCLE
CANTON, OH 44718
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 8,000.

RECIPIENT NAME:
STUDENT LOAN FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
MASSILLON MUSEUM
ADDRESS:
121 LINCOLN WAY
MASSILON, OH 44646
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
HUMANITIES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
NEW BEGINNINGS RECOVERY HOUSE
ADDRESS:
1226 OBY PLACE NW
CANTON, OH 44703
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
WESTERN RESERVE HISTORICAL SOCIETY
ADDRESS:
10825 EAST BOULEVARD
CLEVELAND, OH 44106
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
STARK DEVELOPMENT BOARD
ADDRESS:
116 CLEVELAND AVENUE NW
CANTON, OH 44702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SOCIAL WELFARE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
EARLY CHILDHOOD RESOURCE
CENTER
ADDRESS:
3114 CLEVELAND AVENUE NW
CANTON, OH 44709
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
HEALTH/MEDICAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
CANTON CITY SCHOOLS
ADDRESS:
617 MCKINLEY AVENUE SW
CANTON, OH 44707
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
STARK COMMUNITY FOUNDATION
ADDRESS:
400 MARKET AVENUE N.
CANTON, OH 44702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
MOUNT UNION COLLEGE
ADDRESS:
1972 CLARK AVENUE
ALLIANCE, OH 44601
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
NORTH CANTON COMMUNITY
BUILDING
ADDRESS:
200 SOUTH MAIN STREET
NORTH CANTON, OH 44720
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 35,000.

RECIPIENT NAME:
ARTS IN STARK
ADDRESS:
1001 MARKET AVENUE .
CANTON, OH 44702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
HUMANITIES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 150,000.

RECIPIENT NAME:
CULVER EDUCATIONAL
FOUNDATION
ADDRESS:
1300 ACADEMY RD.
CULVER, IN 46511-1291
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
COLLEGE OF WOOSTER
ADDRESS:
625 WEBER AVENUE
WOOSTER, OH 44691
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 2,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
NORTHEAST EDUCATIONAL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
COMMUNITY CHRISTMAS
ADDRESS:
116 CLEVELAND AVENUE NW
CANTON, OH 44702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
WATOES OUTREACH PROGRAM
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SOCIAL WELFARE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
STUMP HILL FARM
ADDRESS:
633 KLICK ST.
MASSILLON, OH 44646
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 19,500.

RECIPIENT NAME:
CHILD AND ADOLESCENT
SERVICE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
FAMILY ECONOMIC SUCCESS
ADDRESS:
P. O. BOX 20974
CANTON, OH 44701
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SOCIAL WELFARE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
AKRON ZOO
ADDRESS:
500 EDGEWOOD AVE
AKRON, OH 44307
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
YMCA OF CENTRAL STARK COUNTY
ADDRESS:
405 - 2ND STREET NW
CANTON, OH 44702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SOCIAL WELFARE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 140,000.

RECIPIENT NAME:
LIGHTHOUSE MINISTRIES
ADDRESS:
1939 - 3RD STREET SE
CANTON, OH 44707
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RELIGIOUS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 16,950.

RECIPIENT NAME:
TRILLIUM FAMILY SOLUTIONS
ADDRESS:
101 CLEVELAND AVENUE NW
CANTON, OH 44702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SOCIAL WELFARE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
NORTH CANTON PLAYHOUSE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
HUMANITIES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
AKRON-CANTON REGIONAL
FOODBANK
ADDRESS:
350 OPPORTUNITY PARKWAY
AKRON, OH 44307
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
DENISON UNIVERSITY
ADDRESS:
P. O. BOX 740
GRANVILLE, OH 43023
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
MASSACHUSETTS INSTITUTE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 200.

RECIPIENT NAME:
BUCKEYE COUNCIL, BOY SCOUTS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 150,000.

RECIPIENT NAME:
OHIO FOUNDATION OF INDEPENDENT
ADDRESS:
250 E. BROAD STREET
COLUMBUS, OH 43215
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 65,000.

RECIPIENT NAME:
COMMUNITY DROP-IN SERVICES
ADDRESS:
1493 CHERRY STREET NE
CANTON, OH 44707
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
NORTH CANTON CITY SCHOOLS
ADDRESS:
525 - 7TH STREET NE
NORTH CANTON, OH 44720
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
CUYAHOGA VALLEY SCENIC RAILROAD
ADDRESS:
P. O. BOX 158
PENINSULA, OH 44264
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
NORTH CANTON HERITAGE SOCIETY
ADDRESS:
200 CHARLOTTE STREET SW
NORTH CANTON, OH 44720
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PRESERVING HISTORY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
VOYAGER PROGRAM
ADDRESS:
220 MARKET AVE. S., STE 200
CANTON, OH 44702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROVIDE AFTER SCHOOL PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
YOUNG LIFE
ADDRESS:
2600 CLEVELAND AVE. NW
CANTON, OH 44709
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RELIGIOUS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
CANTON MONTESSORI SCHOOL
ADDRESS:
125 - 15TH STREET NW
CANTON, OH 44703
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
ALLIANCE AREA HABITAT FOR HUMANITY
ADDRESS:
405 S. LINDEN AVENUE
ALLIANCE, OH 44601
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROVIDE HOMES FOR THE POOR
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
PLANNED PARENTHOOD OF STARK COUNTY
ADDRESS:
2663 CLEVELAND AVENUE NW
CANTON, OH 44709
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
MASONIC LEARNING CENTER
ADDRESS:
836 MARKET AVENUE N.
CANTON, OH 44702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
STARK COUNTY AGRICULTURAL
SOCIETY
ADDRESS:
305 WERTZ AVENUE NW
CANTON, OH 44706
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
STARK SOCIAL WORKERS NETWORK
ADDRESS:
1221 HARRISON RD. NE
CANTON, OH 44705
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
PROJECT REBUILD
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
GIRL SCOUTS OF NORTH EAST OHIO
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
SCORE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
PRESCRIPTION ASSISTANCE NETWORK
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PURCHASING MEDICINE FOR THE NEEDY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
HARTVILLE MIGRANT COUNCIL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ASSIST IN MIGRANT ISSUES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
CANTON PALACE THEATRE
ADDRESS:
MARKET AVE N
CANTON, OH 44702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CULTURAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
COMMUNITY BUILDING PARTNERSHIP
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
KENT STATE UNIVERSITY FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
McKINLEY MUSEUM
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CULTURAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
NORTH CANTON MEDICAL FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
MEDICAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
STARK EDUCATION PARTNERSHIP
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID .... 60,000.

RECIPIENT NAME:
ASSOCIATION FOR BENEVOLENT CARE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
PRO FOOTBALL HALL OF FAME
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID .... 84,000.

RECIPIENT NAME:
GOODWILL INDUSTRIES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID .... 84,000.

RECIPIENT NAME:
HEARTBEATS TO THE CITY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
DEOS DESTINY DESIGNS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
501C3

RECIPIENT NAME:
GUARDIAN SUPPORT SERVICES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
501C3

RECIPIENT NAME:
PREGNANCY SUPPORT SERVICES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
SALVATION ARMY OF NORTH CANTON
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 60,500.

RECIPIENT NAME:
OHIO WESLYAN UNIVERSITY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATIONAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 200.

RECIPIENT NAME:
STARK COUNTY YOUNG LIFE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
NORTH CANTON PUBLIC LIBRARY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT

RECIPIENT NAME:
CANINES HELPING INDEPENDENT PEOPLE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 7,500.

RECIPIENT NAME:
CANAL FULTON HERITAGE SOCIETY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
MASSILLON HERITAGE FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
HOLLY HILLS LITTLE LEAGUE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
STARK DEVELOPMENT BOARD
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 33,400.

RECIPIENT NAME:
BECAUSE WE CARE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
COMMUNITY LEGAL AID
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
ALLIANCE AREA HABITAT FOR HUMANITY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT

RECIPIENT NAME:
WESTERN STARK FREE CLINIC
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
STARK COUNTY YOUNG LIFE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT

RECIPIENT NAME:
A COMMUNITY CHRISTMAS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
HOOVER SOFTBALL BOOSTERS CLUB INC
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 60,000.

RECIPIENT NAME:
UNITED WAY OF GREATER STARK
COUNTY
ADDRESS:
220 MARKET AVE S
CANTON, OH 44702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 300,000.

TOTAL GRANTS PAID: 2,366,350.

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
250000. FHLB 3.09% 07/07/2016-2011	06/15/2010	01/10/2011	250,000.00	250,000.00	
500. MOLSON COORS BREWING CO B	10/05/2010	05/25/2011	22,892.00	24,170.00	-1,278.00
250000. FNMA 2.625% 12/30/2015-2011	12/16/2010	06/30/2011	250,000.00	250,000.00	
150000. FHLB V/R MULTI-STEP CPN BND	07/12/2011	10/27/2011	150,000.00	150,000.00	
400. POTASH CORP SASK INC W/1 RT/SH	03/09/2011	12/20/2011	15,880.00	22,244.00	-6,364.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			688,772.00	696,414.00	-7,642.00
Totals			688,772.00	696,414.00	-7,642.00

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HOOVER FOUNDATION INCOME ACCOUNT 7055000310 34-6510994

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT	PURPOSES				
9310.987 MAINSTAY MAP FUND -					
INSTITUTIONAL	01/14/2000	01/03/2011	300,000.00	246,462.00	53,538.00
4355.662 MAINSTAY MAP FUND -					
INSTITUTIONAL	01/14/2000	02/01/2011	145,000.00	115,294.00	29,706.00
100000. FHLB 4% 02/15/2011	01/07/2008	02/15/2011	100,000.00	101,791.00	-1,791.00
1000. CATERPILLAR INC W/1 RT/SH	09/12/2007	02/23/2011	99,526.00	72,780.00	26,746.00
2000. ITT INDUSTRIES INC	09/12/2007	02/23/2011	114,484.00	127,860.00	-13,376.00
7834.298 MAINSTAY MAP FUND -					
INSTITUTIONAL	02/11/2004	02/23/2011	260,804.00	202,530.00	58,274.00
500. COLGATE PALMOLIVE	02/07/2003	02/24/2011	38,751.00	25,765.00	12,986.00
1400. AIR PRODS & CHEMS INC W/1 RT/SH	07/29/2003	03/09/2011	125,243.00	64,667.00	60,576.00
3000. CISCO SYSTEMS W/1 RT/SH	09/25/2009	03/09/2011	54,149.00	75,790.00	-21,641.00
3000. GENERAL ELECTRIC CO	06/24/2004	03/09/2011	61,739.00	99,630.00	-37,891.00
3000. AFLAC INC	04/24/2003	03/16/2011	152,856.00	90,060.00	62,796.00
250000. FHLB 3.3% 03/17/2016-2011	03/03/2010	03/22/2011	250,000.00	250,000.00	
16177. WELLS FARGO & CO NEW W/1 RT/SH	02/06/2003	04/11/2011	506,592.00	235,011.00	271,581.00
.334 HUNTINGTON INGALLS INDUS	01/21/2004	04/14/2011	13.00	10.00	3.00
130000. ANHEUSER BUSCH COS INC 6%					
04/15/2011	04/10/2001	04/15/2011	130,000.00	129,191.00	809.00
500. EXXON MOBIL CORP	12/09/2003	05/25/2011	41,100.00	18,870.00	22,230.00
2500. MICROSOFT CORP	09/04/2007	05/25/2011	60,451.00	72,074.00	-11,623.00
1000. MOLSON COORS BREWING CO B	08/05/2008	05/25/2011	45,785.00	47,518.00	-1,733.00
1000. ORACLE CORPORATION W/1 RT/SH	11/06/2002	05/25/2011	33,149.00	10,359.00	22,790.00
1000. PROCTER & GAMBLE CO	02/22/2002	05/25/2011	65,861.00	41,889.00	23,972.00
500. SCHLUMBERGER LTD	09/04/2007	05/25/2011	42,060.00	50,369.00	-8,309.00
250000. FHLB 4.1% 06/10/2019-2011	05/26/2009	06/10/2011	250,000.00	250,000.00	
6573.181 DWS INTERNATIONAL FUND -					
INSTITUTIONAL S	09/05/2006	06/29/2011	300,000.00	379,667.00	-79,667.00
200000. US TREASURY 5% 08/15/2011	05/10/2002	08/15/2011	200,000.00	197,148.00	2,852.00
500. GENERAL DYNAMICS W/1 RT/SH	09/04/2007	09/01/2011	31,769.00	39,685.00	-7,916.00
100000. HERSHEY CO 5.3% 09/01/2011	12/01/2006	09/01/2011	100,000.00	101,651.00	-1,651.00
1000. WALGREEN CO W/1 RT/SH	12/07/2006	09/01/2011	35,919.00	43,308.00	-7,389.00
Totals					

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HOOVER FOUNDATION INCOME ACCOUNT 7055000310 34-6510994

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
100000. JOHN DEERE CAPITAL CORP 5.4%	11/07/2007	10/17/2011	100,000.00	101,924.00	-1,924.00
2400. ALCOA INC	08/31/1995	10/27/2011	26,328.00	31,407.00	-5,079.00
500. BOEING CO	07/30/1986	10/27/2011	34,279.00	5,870.00	28,409.00
332. HUNTINGTON INGALLS INDUS	01/21/2004	10/27/2011	9,827.00	9,333.00	494.00
500. MCDONALDS CORP W/1 RT/SH	12/06/2002	10/27/2011	46,649.00	9,025.00	37,624.00
400. SHERWIN WMS CO W/1 RT/SH	02/10/1986	10/27/2011	32,931.00	2,699.00	30,232.00
2000. BRISTOL MYERS SQUIBB CO	02/24/1988	10/31/2011	63,259.00	20,380.00	42,879.00
3000. HEWLETT PACKARD	09/25/2009	10/31/2011	79,919.00	120,810.00	-40,891.00
8000. SCHWAB (CHARLES) CORP	09/15/2008	10/31/2011	98,878.00	186,139.00	-87,261.00
4000. ZIONS BANCORP	02/12/2010	10/31/2011	69,601.00	72,160.00	-2,559.00
200000. EMERSON ELECTRIC CO NTS DTD	10/24/2002	11/01/2011	200,000.00	209,700.00	-9,700.00
100000. CHUBB CORP 6% 11/15/2011	11/18/2002	11/15/2011	100,000.00	102,438.00	-2,438.00
200000. WELLS FARGO CO 3% 12/09/2011	12/04/2008	12/09/2011	200,000.00	199,766.00	234.00
2000. ALCOA INC	11/08/1990	12/15/2011	17,640.00	12,723.00	4,917.00
3000. U S BANCORP	01/21/2004	12/15/2011	77,969.00	84,450.00	-6,481.00
5000. XILINX	05/22/2008	12/15/2011	156,016.00	132,350.00	23,666.00
1000. DEERE & CO W/1 RT/SH	12/30/1992	12/20/2011	75,899.00	7,270.00	68,629.00
2000. HUNTINGTON BANCSHARES INC W/1	11/06/2007	12/20/2011	10,280.00	32,880.00	-22,600.00
50000. US TREASURY 1% 03/31/2012	03/23/2010	12/27/2011	50,125.00	50,000.00	125.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			4,994,851.00	4,480,703.00	514,148.00
Totals			4,994,851.00	4,480,703.00	514,148.00

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FEDERAL CAPITAL GAIN DIVIDENDS

SHORT-TERM CAPITAL GAIN DIVIDENDS		
T. ROWE PRICE MID CAP VALUE FUND	6,373.00	
TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS		6,373.00
LONG-TERM CAPITAL GAIN DIVIDENDS		
15% RATE CAPITAL GAIN DIVIDENDS		
BANK OF AMERICA CORP	153.00	
T. ROWE PRICE MID CAP VALUE FUND	40,892.00	
ROYCE TOTAL RETURN FUND	9,778.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		50,822.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		50,822.00

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					6,373.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					50,822.	
		9310.987 MAINSTAY MAP FUND - INSTITUTION PROPERTY TYPE: SECURITIES					01/14/2000	01/03/2011
300,000.00		246,462.00					53,538.00	
		250000. FHLB 3.09% 07/07/2016-2011 PROPERTY TYPE: SECURITIES					06/15/2010	01/10/2011
250,000.00		250,000.00						
		4355.662 MAINSTAY MAP FUND - INSTITUTION PROPERTY TYPE: SECURITIES					01/14/2000	02/01/2011
145,000.00		115,294.00					29,706.00	
		100000. FHLB 4% 02/15/2011 PROPERTY TYPE: SECURITIES					01/07/2008	02/15/2011
100,000.00		101,791.00					-1,791.00	
		1000. CATERPILLAR INC W/1 RT/SH PROPERTY TYPE: SECURITIES					09/12/2007	02/23/2011
99,526.00		72,780.00					26,746.00	
		2000. ITT INDUSTRIES INC PROPERTY TYPE: SECURITIES					09/12/2007	02/23/2011
114,484.00		127,860.00					-13,376.00	
		7834.298 MAINSTAY MAP FUND - INSTITUTION PROPERTY TYPE: SECURITIES					02/11/2004	02/23/2011
260,804.00		202,530.00					58,274.00	
		500. COLGATE PALMOLIVE PROPERTY TYPE: SECURITIES					02/07/2003	02/24/2011
38,751.00		25,765.00					12,986.00	
		1400. AIR PRODS & CHEMS INC W/1 RT/SH PROPERTY TYPE: SECURITIES					07/29/2003	03/09/2011
125,243.00		64,667.00					60,576.00	
		3000. CISCO SYSTEMS W/1 RT/SH PROPERTY TYPE: SECURITIES					09/25/2009	03/09/2011
54,149.00		75,790.00					-21,641.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		3000. GENERAL ELECTRIC CO					06/24/2004	03/09/2011
		PROPERTY TYPE: SECURITIES						
61,739.00		99,630.00					-37,891.00	
		3000. AFLAC INC					04/24/2003	03/16/2011
		PROPERTY TYPE: SECURITIES						
152,856.00		90,060.00					62,796.00	
		250000. FHLB 3.3% 03/17/2016-2011					03/03/2010	03/22/2011
		PROPERTY TYPE: SECURITIES						
250,000.00		250,000.00						
		16177. WELLS FARGO & CO NEW W/1 RT/SH					02/06/2003	04/11/2011
		PROPERTY TYPE: SECURITIES						
506,592.00		235,011.00					271,581.00	
		.334 HUNTINGTON INGALLS INDUS					01/21/2004	04/14/2011
		PROPERTY TYPE: SECURITIES						
13.00		10.00					3.00	
		130000. ANHEUSER BUSCH COS INC 6% 04/15/					04/10/2001	04/15/2011
		PROPERTY TYPE: SECURITIES						
130,000.00		129,191.00					809.00	
		500. EXXON MOBIL CORP					12/09/2003	05/25/2011
		PROPERTY TYPE: SECURITIES						
41,100.00		18,870.00					22,230.00	
		2500. MICROSOFT CORP					09/04/2007	05/25/2011
		PROPERTY TYPE: SECURITIES						
60,451.00		72,074.00					-11,623.00	
		500. MOLSON COORS BREWING CO B					10/05/2010	05/25/2011
		PROPERTY TYPE: SECURITIES						
22,892.00		24,170.00					-1,278.00	
		1000. MOLSON COORS BREWING CO B					08/05/2008	05/25/2011
		PROPERTY TYPE: SECURITIES						
45,785.00		47,518.00					-1,733.00	
		1000. ORACLE CORPORATION W/1 RT/SH					11/06/2002	05/25/2011
		PROPERTY TYPE: SECURITIES						
33,149.00		10,359.00					22,790.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1000. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					02/22/2002	05/25/2011
65,861.00		41,889.00					23,972.00	
		500. SCHLUMBERGER LTD PROPERTY TYPE: SECURITIES					09/04/2007	05/25/2011
42,060.00		50,369.00					-8,309.00	
		250000. FHLB 4.1% 06/10/2019-2011 PROPERTY TYPE: SECURITIES					05/26/2009	06/10/2011
250,000.00		250,000.00						
		6573.181 DWS INTERNATIONAL FUND - INSTIT PROPERTY TYPE: SECURITIES					09/05/2006	06/29/2011
300,000.00		379,667.00					-79,667.00	
		250000. FNMA 2.625% 12/30/2015-2011 PROPERTY TYPE: SECURITIES					12/16/2010	06/30/2011
250,000.00		250,000.00						
		200000. US TREASURY 5% 08/15/2011 PROPERTY TYPE: SECURITIES					05/10/2002	08/15/2011
200,000.00		197,148.00					2,852.00	
		500. GENERAL DYNAMICS W/1 RT/SH PROPERTY TYPE: SECURITIES					09/04/2007	09/01/2011
31,769.00		39,685.00					-7,916.00	
		100000. HERSHEY CO 5.3% 09/01/2011 PROPERTY TYPE: SECURITIES					12/01/2006	09/01/2011
100,000.00		101,651.00					-1,651.00	
		1000. WALGREEN CO W/1 RT/SH PROPERTY TYPE: SECURITIES					12/07/2006	09/01/2011
35,919.00		43,308.00					-7,389.00	
		100000. JOHN DEERE CAPITAL CORP 5.4% 10/ PROPERTY TYPE: SECURITIES					11/07/2007	10/17/2011
100,000.00		101,924.00					-1,924.00	
		2400. ALCOA INC PROPERTY TYPE: SECURITIES					08/31/1995	10/27/2011
26,328.00		31,407.00					-5,079.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		500. BOEING CO PROPERTY TYPE: SECURITIES					07/30/1986	10/27/2011
34,279.00		5,870.00					28,409.00	
		150000. FHLB V/R MULTI-STEP CPN BND 1.37 PROPERTY TYPE: SECURITIES					07/12/2011	10/27/2011
150,000.00		150,000.00						
		332. HUNTINGTON INGALLS INDUS PROPERTY TYPE: SECURITIES					01/21/2004	10/27/2011
9,827.00		9,333.00					494.00	
		500. MCDONALDS CORP W/1 RT/SH PROPERTY TYPE: SECURITIES					12/06/2002	10/27/2011
46,649.00		9,025.00					37,624.00	
		400. SHERWIN WMS CO W/1 RT/SH PROPERTY TYPE: SECURITIES					02/10/1986	10/27/2011
32,931.00		2,699.00					30,232.00	
		2000. BRISTOL MYERS SQUIBB CO PROPERTY TYPE: SECURITIES					02/24/1988	10/31/2011
63,259.00		20,380.00					42,879.00	
		3000. HEWLETT PACKARD PROPERTY TYPE: SECURITIES					09/25/2009	10/31/2011
79,919.00		120,810.00					-40,891.00	
		8000. SCHWAB (CHARLES) CORP PROPERTY TYPE: SECURITIES					09/15/2008	10/31/2011
98,878.00		186,139.00					-87,261.00	
		4000. ZIONS BANCORP PROPERTY TYPE: SECURITIES					02/12/2010	10/31/2011
69,601.00		72,160.00					-2,559.00	
		200000. EMERSON ELECTRIC CO NTS DTD 10/2 PROPERTY TYPE: SECURITIES					10/24/2002	11/01/2011
200,000.00		209,700.00					-9,700.00	
		100000. CHUBB CORP 6% 11/15/2011 PROPERTY TYPE: SECURITIES					11/18/2002	11/15/2011
100,000.00		102,438.00					-2,438.00	

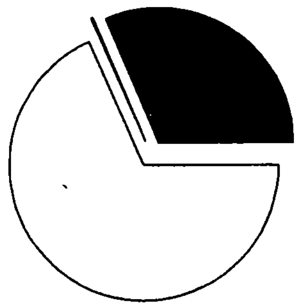
FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		200000. WELLS FARGO CO 3% 12/09/2011 PROPERTY TYPE: SECURITIES					12/04/2008	12/09/2011
200,000.00		199,766.00					234.00	
		2000. ALCOA INC PROPERTY TYPE: SECURITIES					11/08/1990	12/15/2011
17,640.00		12,723.00					4,917.00	
		3000. U S BANCORP PROPERTY TYPE: SECURITIES					01/21/2004	12/15/2011
77,969.00		84,450.00					-6,481.00	
		5000. XILINX PROPERTY TYPE: SECURITIES					05/22/2008	12/15/2011
156,016.00		132,350.00					23,666.00	
		1000. DEERE & CO W/1 RT/SH PROPERTY TYPE: SECURITIES					12/30/1992	12/20/2011
75,899.00		7,270.00					68,629.00	
		2000. HUNTINGTON BANCSHARES INC W/1 PROPERTY TYPE: SECURITIES					11/06/2007	12/20/2011
10,280.00		32,880.00					-22,600.00	
		400. POTASH CORP SASK INC W/1 RT/SH PROPERTY TYPE: SECURITIES					03/09/2011	12/20/2011
15,880.00		22,244.00					-6,364.00	
		50000. US TREASURY 1% 03/31/2012 PROPERTY TYPE: SECURITIES					03/23/2010	12/27/2011
50,125.00		50,000.00					125.00	
TOTAL GAIN(LOSS)		....					---------- 563,701. ==========	

SUMMARY OF INVESTMENTS

THE HOOVER FOUNDATION
(HUNTINGTON) U/A/D 4/19/89

Investment Allocation



31 5%	2	8, 103, 670 90
0 0%	CASH	3, 104 08-
0 2%	CASH EQUIVALENTS	59, 332 68
68 3%	EQUITIES	17, 597, 387 93
100 0%	Total	25, 757, 287 43

Investment Summary

	Market Value	%	Estimated Income	Current Yield
CASH EQUIVALENTS				
CASH MANAGEMENT FUNDS-TAXABLE	59,332 68	0 23	59	0 10
2				
U S. GOVT OBLIGATIONS	2,907,394 90	11 29	46,752	1 61
U. S GOVT AGENCIES	2,741,331 00	10 64	99,493	3 63
CORPORATE OBLIGATIONS	2,163.220 00	8 40	67,401	3 12
EXCHANGE TRADED FUNDS - TAXABLE	291,725 00	1 13	11,960	4 10
TOTAL 2	8.103,670 90	31 46	225,606	2 78
EQUITIES				
COMMON STOCK	9,040,025 00	35 10	219,923	2 43
COMMON STOCK-FOREIGN	838,730 00	3 26	28.992	3 46
HUNTINGTON FUNDS-EQUITY	1,152,671 27	4 48	11,037	0 96

Investment Summary

	Market Value	%	Estimated Income	Current Yield
MUTUAL FUNDS EQUITY	6,565,961 66	25 49	86,480	1 32
TOTAL EQUITIES	17,597,387 93	68 32	346,432	1 97
CASH				
PRINCIPAL CASH	3,104 08-	0 01-	0	0 00
TOTAL FUND	25,757,287 43	100 00	572,097	2 22

SCHEDULE OF INVESTMENTS

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
	CASH EQUIVALENTS					
	CASH MANAGEMENT FUNDS-TAXABLE					
	HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	59,332 68	59	0 1	59,332 68	0 230
	2					
	U. S. GOVT OBLIGATIONS					
200,000	US TREASURY 1% 03/31/2012	200,000 00	2,000	1 0	200,460 00	0 778
250,000	US TREASURY 3 375% 11/30/2012	255,644 53	8,438	3 3	257,295 00	0 999
250,000	US TREASURY 1 375% 03/15/2013	249,546 48	3,438	1.4	253,565 00	0 984
250,000	US TREASURY 2 375% 08/31/2014	248,609 63	5,938	2 3	263,360 00	1 022
250,000	US TREASURY 2 375% 02/28/2015	249,765 63	5,938	2 2	265,255 00	1 030
200,000	US TREASURY 1 875% 06/30/2015	198,863 30	3,750	1 8	209,562 00	0 814
500,000	US TREASURY N/B 01/31/2016	500,489 65	0	0 0	527,500 00	2 048

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
102,592	US TREASURY INFLATIONARY INDEX N/B 125% 04/15/2016	101,754 30	128	0 1	106,952 16	0 415
250,000	US TREASURY N/B 3% 02/28/2017	248,780 54	7,500	2 7	276,485 00	1 073
200,000	US TREASURY 1 875% 08/31/2017	198,516 99	3,750	1 8	209,328 00	0 813
150,000	US TREASURY 2 75% 02/28/2018	149,016 49	4,125	2 5	164,461 50	0 639
155,278 5	US TREASURY INFLATIONARY INDEX N/B 1 125% 01/15/2021	153,876 82	1,747	1 0	173,171 24	0 672
	TOTAL U S GOVT OBLIGATIONS	2,754,864 36*	46,752*	1 6*	2,907,394 90*	11 288*
	U. S. GOVT AGENCIES					
100,000	FHLMC 4 125% 12/21/2012	101,910 00	4,125	4 0	103,732 00	0 403
500,000	FFCB 5% 09/04/2013	509,060 00	25,000	4 6	538,500 00	2 091
150,000	FHLB 2 15% 12/16/2013	150,000 00	3,225	2 1	154,972 50	0 602
250,000	FHLMC 3 05% 06/18/2014-2012	250,000 00	7,625	3 0	253,165 00	0 983
500,000	FFCB 4 8% 07/28/2014	502,960 00	24,000	4 3	553,505 00	2 149
500,000	FFCB 4.3% 12/15/2014	497,250 00	21,500	3 9	550,900 00	2 139
150,000	FHLB SERIES 1 2 5% 04/27/2016	149,910 00	3,750	2 4	159,474 00	0 619
150,000	FHLB 1 22% 12/21/2016	149,730 00	1,830	1 2	150,262 50	0 583
250,000	FFCB 3 375% 12/27/2018	250,260 00	8,438	3 0	276,820 00	1 075
	TOTAL U S GOVT AGENCIES	2,561,080.00*	99,493*	3 6*	2,741,331 00*	10 643*

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
	CORPORATE OBLIGATIONS					
250,000	BANK OF AMERICA CORP 2 1% 04/30/2012	249,925 00	5,250	2.1	251,710 00	0 977
250,000	WELLS FARGO CO 2 125% 06/15/2012	251,540 00	5,313	2 1	252,257 50	0 979
250,000	WALT DISNEY CO 4 7% 12/01/2012	255,000 00	11,750	4 5	259,430 00	1 007
100,000	PEPSICO INC 4 65% 02/15/2013	95,911.00	4,650	4 4	104,625.00	0 406
100,000	CONOCOPHILLIPS 4 4% 05/15/2013	102,800 00	4,400	4 2	104,829 00	0 407
250,000	KIMBERLY-CLARK CORP 5% 08/15/2013	254,750 00	12,500	4 7	266,712 50	1 035
50,000	OCCIDENTAL PETROLEUM CORP 1.45% 12/13/2013	50,735 00	725	1 4	50,867 00	0 197
250,000	CATERPILLAR FINL SVCS CORP CATERPILLAR FINANCIAL SERVICE CORP DTD 01/20/04 4 6% 01/15/2014	248,750 00	11,500	4 3	267,667 50	1 039
250,000	HEWLETT PACKARD CO 2 125% 09/13/2015	250,807 50	5,313	2 2	245,600 00	0 954
100,000	COCA COLA CO 1 5% 11/15/2015	101,489 00	1,500	1 5	101,364 00	0 394
250,000	PROCTER & GAMBLE CO 1 8% 11/15/2015	248,275.00	4,500	1 7	258,157 50	1 002
	TOTAL CORPORATE OBLIGATIONS	2,109,982 50*	67,401*	3 1*	2,163,220 00*	8 398*
	EXCHANGE TRADED FUNDS - TAXABLE					
2,500	ISHARES BARCLAYS US TREASURY INFLATION PROTECTED SECURITIES FUND	252,525 00	11,960	4 1	291,725 00	1 133

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
	TOTAL 2	7,678,451 86*	225,606*	2 8*	8,103.670 90*	31 462*
	EQUITIES					
	COMMON STOCK					
5,000	AT&T INC	208,973 00	8,800	5 8	151.200 00	0 587
2,500	ABBOTT LABORATORIES	126,352 90	4,800	3 4	140,575 00	0 546
6.000	ADOBE SYSTEMS INC	86.654 90	150	0 1	169,620 00	0 659
1,250	APACHE CORP	100,677 63	750	0 7	113,225 00	0 440
2.000	ARCHER-DANIELS-MIDLAND CO	64,918 10	1,400	2 4	57.200 00	0 222
1.500	BAKER HUGHES INC	76,909 47	900	1 2	72,960 00	0 283
2,500	BAXTER INTERNATIONAL INC W/1 RT/SH	124,313 45	3,350	2.7	123,700 00	0 480
2,500	BECTON DICKINSON	198,828 20	4,500	2 4	186,800 00	0 725
2,000	CHUBB CORP W/1 RT/SH	102,311.30	3,120	2 3	138,440 00	0 537
10,000	CISCO SYSTEMS	151,530 78	2,400	1 3	180,800 00	0 702
2,000	COCA COLA CO	133,896 40	3,760	2 7	139.940 00	0 543
3,000	COLGATE PALMOLIVE	154,590 00	6,960	2.5	277,170 00	1 076
2.500	COMCAST CORP CL A	50.711 13	1,125	1 9	59,275 00	0 230
2,000	CONOCOPHILLIPS	117,260 00	5,280	3 6	145,740 00	0 566
1,250	DEERE & CO W/1 RT/SH	61,449 50	2,050	2 1	96,687 50	0 375
3.000	WALT DISNEY CO	102,668 65	1,800	1 6	112,500 00	0.437

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
2.000	DOMINION RESOURCES INC /VA	77,468 90	3,940	3 7	106,160 00	0 412
4.000	DUKE ENERGY CORP	63,945 31	4,000	4 5	88,000 00	0 342
7,500	EMC CORP/MASS	161,622 25	0	0 0	161,550 00	0 627
3.500	EXXON MOBIL CORP	132.090 00	6,580	2 2	296,660 00	1 152
2,500	FEDEX CORP	91,650 00	1,300	0 6	208,775 00	0 811
4.000	FREEPORT-MCMORAN C & G W/1 RT/SH	92,413 05	4,000	2 7	147.160 00	0 571
1,000	GENERAL DYNAMICS CORP	79.369 20	1,880	2 8	66,410 00	0 258
7,000	GENERAL ELECTRIC CO	236,950 00	4,760	3 8	125,370 00	0 487
1.500	GENERAL MILLS INC	55,228 05	1,830	3 0	60,615 00	0 235
750	GOLDMAN SACHS GROUP INC	118,577 98	1,050	1 5	67,822 50	0 263
1,500	HEINZ H J CO	73,544 85	2,880	3 6	81,060 00	0.315
5,000	HEWLETT PACKARD CO	150,000 00	2,400	1 9	128,800 00	0 500
10,000	INTEL CORP	201.066 25	8,400	3 5	242,500 00	0 941
1.500	IBM CORP	140,700 00	4,500	1 6	275,820 00	1 071
4,000	JP MORGAN CHASE & CO	178,700 65	4,000	3 0	133,000 00	0 516
3,000	JOHNSON & JOHNSON	159,470 69	6,840	3 5	196,740 00	0 764
500	MCDONALDS CORP	37,508 50	1,400	2 8	50,165 00	0 195
4,000	MEDTRONIC INC	180,990 00	3,880	2 5	153,000 00	0 594

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
2,000	MERCK & CO INC	65,249.40	3,360	4 5	75,400 00	0 293
5,000	MICROSOFT CORP	97,348 50	4,000	3 1	129,800 00	0 504
1,000	MONSANTO CO	63,994 65	1,200	1 7	70,070 00	0 272
2,000	NIKE INC CL B	146,076 00	2,880	1 5	192,740 00	0 748
6,000	ORACLE CORPORATION FORMERLY ORACLE SYS CORP W/1 RT/SH	62,156 23	1,440	0 9	153,900 00	0 598
1,000	PARKER HANNIFIN CORP	72,233.50	1,480	1 9	76,250 00	0.296
1,500	PEABODY ENERGY CORP W/1 RT/SH	85,588 63	510	1 0	49,665 00	0 193
3,500	PEPSICO INC	178,757 00	7,210	3 1	232,225 00	0 902
1,000	PRAXAIR INC	37,060 00	2,000	1 9	106,900 00	0 415
2,500	PRICE T ROWE GROUP INC	95,528.90	3,100	2 2	142,375 00	0 553
3,000	PROCTER & GAMBLE CO	111,969 35	6,300	3 1	200,130 00	0 777
2,000	PRUDENTIAL FINANCIAL INC	149,336 77	2,900	2 9	100,240 00	0 389
1,500	SCHLUMBERGER LTD	151,107 75	1,500	1 5	102,465 00	0 398
1,000	SCHNITZER STEEL INDS INC -A	44,674 40	68	0 2	42,280 00	0 164
5,000	SOUTHERN CO	131,572 32	9,450	4 1	231,450 00	0 899
5,000	SPECTRA ENERGY CORP	122,195 15	5,600	3 6	153,750 00	0 597
4,500	STARBUCKS CORP	110,028 60	3,060	1 5	207,045 00	0 804
2,500	TJX COMPANIES INC	87,043 15	1,900	1 2	161,375 00	0 627

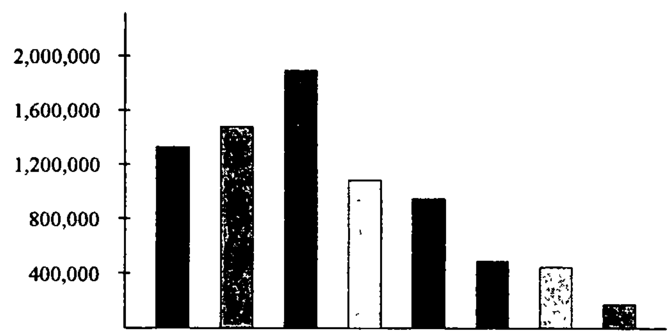
UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
6,000	TARGET CORP	322,965 20	7,200	2 3	307,320 00	1.193
3,500	TEXAS INSTRUMENTS INC	113,146 93	2,380	2 3	101,885 00	0 396
2,500	THERMO FISHER SCIENTIFIC INC	145,610 00	0	0 0	112,425 00	0 436
3,000	3M CO	172,052 29	6,600	2 7	245,190 00	0 952
2,000	TRAVELERS COS INC	106,155 10	3,280	2 8	118,340 00	0 459
3,000	UNITED TECHNOLOGIES CORP	105,225 00	5,760	2 6	219,270 00	0 851
1,500	V F CORP W/1 RT/SH	101,098 30	4,320	2 3	190,485 00	0 740
5,000	VALERO ENERGY CORP	173,504 00	3,000	2 9	105,250 00	0 409
4,000	VERIZON COMMUNICATIONS	137,717 86	8,000	5 0	160,480 00	0 623
2,000	WAL-MART STORES INC	86,714 00	2,920	2.4	119,520.00	0 464
2,000	WALGREEN CO	81,996 15	1,800	2 7	66,120 00	0 257
4,000	WELLS FARGO & CO	124,447 95	1,920	1 7	110,240 00	0 428
	TOTAL COMMON STOCK	7,575,894 17*	219,923*	2 4*	9,040,025 00*	35 097*
	COMMON STOCK-FOREIGN					
3,000	GLAXO SMITHKLINE PLC ADR	159,721 27	6,618	4 8	136,890 00	0 531
4,000	NOVARTIS AG ADR	148,878 71	8,020	3 5	228,680.00	0 888
1,500	ROYAL DUTCH SHELL PLC -ADR	96,655 00	4,284	3 9	109,635 00	0 426
2,500	SUNCOR ENERGY INC	85,884 00	1,078	1.5	72,075 00	0 280
2,500	TEVA PHARMACEUTICAL -SP ADR	114,416 75	1,963	1 9	100,900 00	0 392

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
3,000	VODAFONE GROUP PLC	61,495 10	4,329	5 1	84,090 00	0 326
2,000	ACCENTURE PLC CL A	100,685 35	2,700	2 5	106,460 00	0 413
	TOTAL COMMON STOCK-FOREIGN	767,736 18*	28,992*	3 5*	838.730 00*	3 256*
	HUNTINGTON FUNDS-EQUITY					
33.798 222	HUNTINGTON INTERNATIONAL EQUITY FUND IV	265,080 51	4.225	1 2	341,024 06	1 324
41,558 997	HUNTINGTON SITUS FUND IV	821,674 49	6,812	0 8	811,647 21	3 151
	TOTAL HUNTINGTON FUNDS-EQUITY	1,086,755 00*	11,037*	1 0*	1,152,671 27*	4 475*
	MUTUAL FUNDS EQUITY					
65,743 945	AMERICAN CENTURY HERITAGE FUND - INVESTORS CLASS	950,000 00	8,481	0 7	1.289,238 76	5 005
7,710 867	DWS INTERNATIONAL FUND - INSTITUTIONAL SHARES	357.520 07	8,413	3 0	282,371 95	1 096
17,302.631	OPPENHEIMER DEVELOPING MARKETS FUND - CLASS Y	563,429 17	11,679	2 3	501,257 22	1 946
56,029 072	T ROWE PRICE MID CAP VALUE FUND	1,005.821 53	22,972	1 9	1,198,461 85	4 653
67,657 869	ROYCE TOTAL RETURN FUND	593,484 92	8,051	0 9	857,901 78	3 331
60,134.575	THORNBURG INTERNATIONAL VALUE - I SHARES	1,087,832 47	23,092	1 6	1,478,107 85	5 739
44,607 829	VANGUARD SMALL CAP GROWTH INDEX FUND - INVESTOR SHARES	797.376 60	3,792	0 4	958,622 25	3 722
	TOTAL MUTUAL FUNDS EQUITY	5,355,464 76*	86,480*	1 3*	6,565,961 66*	25 492*

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
	TOTAL EQUITIES	14,785,850 11*	346,432*	2 0*	17,597,387 93*	68 320*
	PRINCIPAL CASH	3,104 08-		0 0	3,104 08-	0 012-
	TOTAL FUND	22,520.530 57*	572.097*	2 2*	25.757,287 43*	100 000*

MATURITY SCHEDULE

Maturities by Year

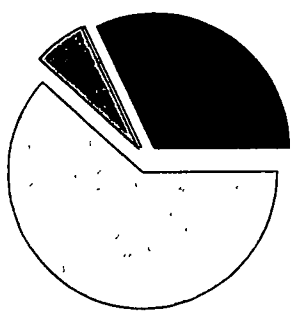


2012	1,324,884 50
2013	1,474,071 00
2014	1,888,597 50
2015	1,079,938 50
2016	944,188 66
2017	485,813.00
2018	441,281 50
TEN TO TWENTY YEARS	173,171 24
Total	7.811.945 90

SUMMARY OF INVESTMENTS

THE HOOVER FOUNDATION (KEY)
U/A/D 4/19/89

Investment Allocation



32 0%	2	6, 054, 342 35
0 0%	CASH	6, 837 70-
6 3%	CASH EQUIVALENTS	1, 199, 183 07
61 7%	EQUITIES	11, 653, 592 00
100 0%	Total	18, 900, 279 72

Investment Summary

	Market Value	%	Estimated Income	Current Yield
CASH EQUIVALENTS				
CASH MANAGEMENT FUNDS-TAXABLE	1,199,183 07	6 34	342	0 03
2				
U S GOVT OBLIGATIONS	534,160 00	2 83	21,563	4 04
CORPORATE OBLIGATIONS	3,606,986 25	19 08	128,326	3 56
CORPORATE OBLIGATIONS-FOREIGN	107,214 00	0 57	3,100	2 89
EXCHANGE TRADED FUNDS - TAXABLE	1,505,301 00	7 96	61,714	4 10
MUTUAL FUNDS FIXED INC-TAXABLE	300,681 10	1 59	13,569	4 51
TOTAL 2	6,054,342 35	32 03	228,272	3 77
EQUITIES				
COMMON STOCK	10,317.187 50	54 59	250.636	2 43
COMMON STOCK-FOREIGN	671,577 00	3 55	21,566	3 21

Investment Summary

	Market Value	%	Estimated Income	Current Yield
EXCHANGE TRADED FUNDS - EQUITY	664,827 50	3 52	1,405	0 21
TOTAL EQUITIES	11,653,592 00	61 66	273,607	2 35
CASH				
PRINCIPAL CASH	6,837 70-	0 04-	0	0 00
TOTAL FUND	18,900,279 72	100 00	502,221	2 66

SCHEDULE OF INVESTMENTS

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
	CASH EQUIVALENTS					
	CASH MANAGEMENT FUNDS-TAXABLE					
	HUNTINGTON MONEY MARKET FUND II	949,183 07	95	0.0	949,183 07	5 022
	HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	250,000 00	247	0 1	250,000 00	1 323
	TOTAL CASH MANAGEMENT FUNDS-TAXABLE	1,199,183 07*	342*	0 0*	1,199,183 07*	6 345*
	2					
	U. S GOVT OBLIGATIONS					
250,000	US TREASURY 4 375% 08/15/2012	256,953 13	10,938	4 3	256,582 50	1 358
250,000	US TREASURY N/B 4 25% 11/15/2014	251,103 52	10,625	3 8	277,577 50	1 469
	TOTAL U S GOVT OBLIGATIONS	508,056 65*	21,563*	4 0*	534,160 00*	2 826*
	CORPORATE OBLIGATIONS					
75,000	DUKE ENERGY CORP 6 25% 01/15/2012	74,796 00	4,688	6 2	75,119 25	0 397
250,000	JP MORGAN CHASE & CO 4 5% 01/15/2012	251,300 00	11,250	4 5	250,267 50	1 324

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
100,000	HEWLETT PACKARD CO 5 25% 03/01/2012	103,610 00	5,250	5 2	100,656 00	0 533
250,000	GENERAL ELEC CAP CORP 3 5% 08/13/2012	254,057 50	8,750	3 4	254,130 00	1 345
100,000	WELLS FARGO & CO 5 125% 09/01/2012	101,802 00	5,125	5 0	102,577 00	0 543
100,000	PITNEY BOWES INC 4 625% 10/01/2012	100,190 00	4,625	4 5	102,527 00	0 542
100,000	DU PONT E I DE NEMOURS & CO 4 75% 11/15/2012	101,156 00	4,750	4 6	103,410 00	0 547
100,000	ABBOTT LABS 5 15% 11/30/2012	100,282 00	5,150	4 9	104,200 00	0 551
100,000	UNITED PARCEL SERVICE 4 5% 01/15/2013	101,421 00	4,500	4 3	104,118 00	0 551
150,000	ORACLE CORPORATION 4 95% 04/15/2013	151,974 00	7,425	4 7	158,407 50	0 838
250,000	IBM CORP 2 1% 05/06/2013	254.007 50	5,250	2 1	255.157 50	1 350
150,000	GLAXOSMITHKLINE CAP INC 4 85% 05/15/2013	150,823 50	7,275	4 6	158.749 50	0 840
100,000	3M COMPANY MEDIUM-TERM NOTE 4 375% 08/15/2013	100,683 00	4,375	4 1	106,298 00	0 562
100,000	CATERPILLAR FINL SVCS CORP 1 65% 04/01/2014	102,038 00	1,650	1 6	101,343 00	0 536
250,000	MICROSOFT CORP 2 95% 06/01/2014	253,847 50	7,375	2 8	265.567 50	1 405
100,000	METLIFE INC 5 5% 06/15/2014	98,536 00	5,500	5 0	109.098 00	0 577
250,000	CISCO SYSTEMS 2 9% 11/17/2014	257,165 00	7,250	2 7	264,482 50	1 399

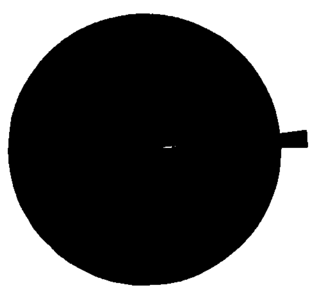
DULE OF INVESTMENTS

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
100,000	BLACKROCK INC 3 5% 12/10/2014	100,645 00	3,500	3 3	106.783 00	0 565
100,000	MERRILL LYNCH & CO 5% 01/15/2015	102,298 00	5,000	5 2	96,334 00	0 510
250,000	WAL-MART STORES INC 2 875% 05/01/2015	253.735 00	7,188	2 7	264,980 00	1 402
100.000	AT&T INC 2 5% 08/15/2015	100.980 00	2.500	2 4	103,547 00	0 548
100.000	COCA COLA CO 1 5% 11/15/2015	101,390 00	1,500	1 5	101,364 00	0 536
100,000	PROCTER & GAMBLE CO 1 45% 08/15/2016	100,572 00	1,450	1 4	101,173 00	0 535
100.000	INTEL CORP 1 95% 10/01/2016	102,465 00	1.950	1 9	102,802 00	0 544
100,000	ANHEUSER BUSCH COS INC 5 05% 10/15/2016	100,043 00	5,050	4.4	113,895.00	0 603
	TOTAL CORPORATE OBLIGATIONS	3,519,817 00*	128,326*	3 6*	3.606,986.25*	19 084*
	CORPORATE OBLIGATIONS-FOREIGN					
100.000	SHELL INTERNATIONAL FINANCE 3 1% 06/28/2015	103,386 00	3,100	2 9	107,214 00	0 567
	EXCHANGE TRADED FUNDS - TAXABLE					
12,900	ISHARES BARCLAYS US TREASURY INFLATION PROTECTED SECURITIES FUND	1,305,536 00	61,714	4 1	1,505,301 00	7 964
	MUTUAL FUNDS FIXED INC-TAXABLE					
11.578 017	MANAGERS BOND FUND	238,095 68	13,569	4 5	300,681 10	1 591
	TOTAL 2	5,674,891 33*	228,272*	3 8*	6,054,342 35*	32 033*

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
	PRINCIPAL CASH	2,326 55-		0 0	2,326 55-	1 916-
	TOTAL FUND	121,458 13*	99*	0 1*	121,458 13*	100 000*

SUMMARY OF INVESTMENTS
THE HOOVER FOUNDATION INCOME
ACCOUNT U/A/D 4/19/89

Investment Allocation



1 9-%	CASH	2,326 55-
101 9%	CASH EQUIVALENTS	123,784 68
100 0%	Total	121,458 13

Investment Summary

	Market Value	%	Estimated Income	Current Yield
CASH EQUIVALENTS				
CASH MANAGEMENT FUNDS-TAXABLE	123,784 68	101 92	99	0 08
CASH				
PRINCIPAL CASH	2,326 55-	1 92-	0	0 00
TOTAL FUND	121,458 13	100 00	99	0 08

SCHEDULE OF INVESTMENTS

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
	CASH EQUIVALENTS					
	CASH MANAGEMENT FUNDS-TAXABLE					
	HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	123,784 68	99	0 1	123,784 68	101 916

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
2,000	BHP BILLITON LTD-SPON ADR COMMON STOCK	128,765 00	4,040	2 9	141,260 00	0 747
400	POTASH CORP OF SASKATCHEWAN	22,243 96	112	0 7	16,512 00	0 087
4,000	TEVA PHARMACEUTICAL -SP ADR	193,257 00	3,140	1 9	161,440 00	0 854
	TOTAL COMMON STOCK-FOREIGN	663,205 96*	21,566*	3 2*	671,577 00*	3 553*
	EXCHANGE TRADED FUNDS - EQUITY					
800	ISHARES MSCI CANADA INDEX FUND	26,520 00	447	2 1	21,280 00	0 113
550	ISHARES MSCI PACIFIC EXCLUDING JAPAN INDEX FUND	25,827 95	944	4 4	21,411 50	0 113
1,000	ISHARES NASDAQ BIOTECHNOLOGY INDEX FUND	80,775 00	14	0 0	104,350 00	0 552
15,700	ISHARES S&P GSCI COMMODITY-INDEXED TRUST	471,628 00	0	0 0	517,786 00	2 740
	TOTAL EXCHANGE TRADED FUNDS - EQUITY	604,750.95*	1,405*	0 2*	664,827 50*	3 518*
	TOTAL EQUITIES	5,541,072 28*	273,607*	2 3*	11,653,592 00*	61 658*
	PRINCIPAL CASH	6,837 70-		0.0	6,837 70-	0 036-
	TOTAL FUND	12,408,308 98*	502,221*	2 7*	18,900,279 72*	100 000*

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
3,000	NEXTERA ENERGY INC	52,155 83	6,600	3 6	182,640 00	0 966
2.000	NORTHROP GRUMMAN CORP W/1 RT/SH	87,720 81	4,000	3 4	116,960 00	0 619
20,000	ORACLE CORPORATION FORMERLY ORACLE SYS CORP W/1 RT/SH	228,200 00	4,800	0 9	513,000 00	2 714
4,000	PEPSICO INC	174,680 00	8,240	3 1	265,400 00	1 404
14,955	PFIZER INC	80,789 33	13,160	4 1	323,626 20	1 712
6.000	SCHLUMBERGER LTD	46,155 36	6,000	1 5	409,860 00	2 169
6,000	SHERWIN-WILLIAMS CO W 1 RT SH	40,479 54	8,760	1 6	535,620 00	2 834
1,000	SMUCKER (J M) CO THE-NEW COM WI	60,710 50	1,920	2 5	78,170 00	0 414
1,000	TARGET CORP	30,834 00	1,200	2 3	51,220 00	0 271
1,000	3M CO	12,739 83	2,200	2 7	81,730 00	0 432
5,000	TIMKEN CO	83,933.68	4,000	2 1	193,550 00	1 024
4.000	U S BANCORP	112,600 00	2,000	1 8	108,200 00	0 572
4,800	UNION PACIFIC CORP	135,576 00	11,520	2.3	508,512 00	2 690
5,490	VERIZON COMMUNICATIONS	156,540 71	10,980	5 0	220,258 80	1 165
	TOTAL COMMON STOCK	4,273,115.37*	250,636*	2 4*	10,317,187 50*	54 587*
	COMMON STOCK-FOREIGN					
3,000	BP PLC SPONS ADR	118,420.00	5,040	3 9	128.220 00	0 678
4,500	BANK OF NOVA SCOTIA	200,520 00	9,234	4 1	224,145 00	1 186

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
5,000	EMERSON ELECTRIC CO	34,381 47	8,000	3 4	232,950 00	1 233
2,600	EXELON CORP	68,250 00	5,460	4 8	112,762 00	0 597
3,700	EXXON MOBIL CORP	44,563 29	6,956	2 2	313,612 00	1 659
4,000	FORD MOTOR CO	27,731 78	800	1 9	43,040 00	0 228
1,500	FRANKLIN RES INC	55,215 00	1,620	1 1	144,090 00	0 762
1	FRONTIER COMMUNICATIONS	7 60	1	19 4	5 15	0 000
3,000	HEWLETT PACKARD CO	111,390 00	1,440	1 9	77,280 00	0 409
5,000	HOME DEPOT INC	176,000 00	5,800	2 8	210,200.00	1 112
1,000	HUNTINGTON BANCSHARES INC	16,440 00	160	2 9	5,490 00	0 029
1	HUNTINGTON INGALLS INDUS	26 82	0	0 0	31 28	0 000
7,000	INTEL CORP	8,750 00	5,880	3 5	169,750 00	0 898
2,000	IBM CORP	78,550 00	6,000	1 6	367,760 00	1 946
4,000	JUNIPER NETWORKS INC	74,200 00	0	0 0	81,640 00	0 432
2,000	KIMBERLY-CLARK CORP	123,705 46	5,600	3 8	147,120 00	0 778
5,500	MCDONALDS CORP	99,275 00	15,400	2 8	551,815 00	2 920
1,000	MERCK & CO INC	6,930 62	1,680	4 5	37,700 00	0 199
11,000	MICROSOFT CORP	455,125 00	8,800	3 1	285,560 00	1 511
3,000	NEWMONT MINING CORP	125,790 00	4,200	2.3	180,030 00	0 953

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
	EQUITIES					
	COMMON STOCK					
500	ABBOTT LABORATORIES	24,250 45	960	3 4	28,115 00	0 149
3,000	ALLSTATE CORP	34,524 38	2,520	3 1	82,230 00	0 435
1,000	AMAZON.COM INC	78,280 00	0	0 0	173,100 00	0 916
600	AMERICAN WATER WORKS CO INC	18,371 94	552	2 9	19,116 00	0 101
1,000	AMGEN INC	58,860 00	1,440	2 2	64,210 00	0 340
1,000	APPLE INC	133,822 00	0	0 0	405,000 00	2 143
16,177	BANK OF NEW YORK MELLON CORP	486,162 53	8,412	2 6	322,084 07	1 704
4,000	BOEING CO	46,957 03	7,040	2 4	293,400 00	1 552
4,000	BRISTOL-MYERS SQUIBB CO	40,759 85	5,440	3 9	140,960 00	0 746
5,000	CATERPILLAR INC	27,946 87	9,200	2 0	453,000 00	2 397
6,000	CHEVRON CORPORATION	78,117 27	19,440	3 0	638,400 00	3 378
1,500	CINCINNATI FINL CORP	44,654 85	2,415	5 3	45,690 00	0 242
2,000	CISCO SYSTEMS	45,340 00	480	1 3	36,160 00	0 191
2,000	DEERE & CO W/1 RT/SH	14,540 00	3,280	2 1	154,700 00	0 819
10,000	DIEBOLD INC W/1 RT/SH	82,172 33	11,200	3 7	300,700 00	1 591
7,000	WALT DISNEY CO	208,480 65	4,200	1 6	262,500 00	1 389
8,000	EATON CORP	40,427 59	10,880	3 1	348,240 00	1 843