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
WARD BEECHER FOUNDATION 7655003555

A Employer identification number
34-6516441

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)
(614) 331-9547

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

C If exemption application is pending, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 3,642,290.

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

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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	81,376.	81,376.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	147,467.			
b	Gross sales price for all assets on line 6a 1,006,566.				
7	Capital gain net income (from Part IV, line 2)		147,467.		
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	228,843.	228,843.		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc.	32,666.	16,333.		16,333.
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 4	990.	NONE	NONE	990.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 5	1,826.	967.		200.
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule)				
24	**Total operating and administrative expenses.** Add lines 13 through 23	35,482.	17,300.	NONE	17,523.
25	Contributions, gifts, grants paid	70,000.			70,000.
26	**Total expenses and disbursements.** Add lines 24 and 25	105,482.	17,300.	NONE	87,523.
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	123,361.			
b	**Net investment income** (if negative, enter -0-)		211,543.		
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)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 6	3,269,575.	3,392,686.	3,642,290.
	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)	3,269,575.	3,392,686.	3,642,290.
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. ▶ ☒			
	27	Capital stock, trust principal, or current funds	3,269,575.	3,392,686.	
	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)	3,269,575.	3,392,686.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	3,269,575.	3,392,686.	

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	3,269,575.
2	Enter amount from Part I, line 27a	2	123,361.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	
4	Add lines 1, 2, and 3	4	3,392,936.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	250.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,392,686.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any	
a				
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	147,467.
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	188,060.	3,388,640.	0.05549719061
2009	205,736.	3,084,168.	0.06670713139
2008	175,180.	3,485,087.	0.05026560313
2007	272,558.	4,472,757.	0.06093735922
2006	148,164.	4,179,849.	0.03544721352

2	**Total** of line 1, column (d)	2	0.26885449787
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	0.05377089957
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	3,694,280.
5	Multiply line 4 by line 3	5	198,645.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,115.
7	Add lines 5 and 6	7	200,760.
8	Enter qualifying distributions from Part XII, line 4	8	87,523.

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	4,231.
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	4,231.
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	4,231.
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 788.		
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	788.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	1.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** . . . . ▶		9	3,444.
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

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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 ▶ THE FOUNDATION 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		X
	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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? . . . . . . ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . . ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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 9		32,666.	-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
NONE		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	3,718,709.
b	Average of monthly cash balances	1b	31,829.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	3,750,538.
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	3,750,538.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	56,258.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,694,280.
6	**Minimum investment return.** Enter 5% of line 5	6	184,714.

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	184,714.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	4,231.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	4,231.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	180,483.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	180,483.
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	180,483.

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	87,523.
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	87,523.
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	87,523.

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					180,483.
2	Undistributed income, if any, as of the end of 2011:					
a	Enter amount for 2010 only				40,857.	
b	Total for prior years: 20 09 ,20____,20____			NONE		
3	Excess distributions carryover, if any, to 2011:					
a	From 2006	NONE				
b	From 2007	NONE				
c	From 2008	NONE				
d	From 2009	NONE				
e	From 2010	NONE				
f	**Total** of lines 3a through e		NONE			
4	Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 87,523.					
a	Applied to 2010, but not more than line 2a				40,857.	
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					46,666.
e	Remaining amount distributed out of corpus		NONE			
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		NONE			
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					
f	Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					133,817.
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)		NONE			
9	**Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		NONE			
10	Analysis of line 9:					
a	Excess from 2007	NONE				
b	Excess from 2008	NONE				
c	Excess from 2009	NONE				
d	Excess from 2010	NONE				
e	Excess from 2011	NONE				

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	Prior 3 years			
	(a) 2011	(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).)

N/A

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.

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 13				
Total . . . . ▶ **3a**				70,000.
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	78,944.	
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	147,467.	
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)				226,411.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 226,411.

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

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

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

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

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

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

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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.

03/05/2012 ▶ officer.

Signature of officer or trustee | Date | Title

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

HUNTINGTON NATIONAL BANK

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
SCOTT J. GOYETCHE, CPA		03/05/2012		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
AT&T INC	1,049.	1,049.
ABBOTT LABORATORIES ¿‰	1,692.	1,692.
AMERICAN EXPRESS COMPANY	286.	286.
ARCHER DANIELS MIDLAND CO	327.	327.
AUTOMATIC DATA PROCESSING	338.	338.
BECTON DICKINSON AND CO.	840.	840.
BRISTOL-MYERS SQUIBB CO	901.	901.
CVS CORP	66.	66.
CENTURYTEL INC	1,088.	1,088.
CHUBB CORP	380.	380.
CISCO SYSTEMS, INC.	216.	216.
COCA-COLA CO ¿‰	1,504.	1,504.
COLGATE PALMOLIVE CO	265.	265.
COMCAST CORP CL A	432.	432.
EMERSON ELECTRIC CO ¿‰	803.	803.
EXXON MOBIL CORP COM	1,797.	1,797.
FHLB SERIES 1 2.25% 12/30/2015-2011	297.	297.
FHLB 1.6% 09/30/2014-2012	400.	400.
FHLB 1.5% 05/10/2012-2011	750.	750.
FHLMC 1.25% 09/30/2013-2011	160.	160.
FNMA 2.47% 04/13/2016-2012	618.	618.
FNMA SERIES 1 3% 10/20/2017-2012	1,500.	1,500.
FNMA 1.25% 03/27/2015-2012	153.	153.
FRANKLIN RES INC	604.	604.
GENERAL DYNAMICS CORP	176.	176.
GENERAL ELECTRIC CO ¿‰	464.	464.
HUNTINGTON INTL EQUITY FUND III	2,791.	2,791.
HUNTINGTON BANCSHARES INC ¿‰	100.	100.
HUNTINGTON DISCIPLINED EQUITY FD TR III	541.	541.
HUNTINGTON REAL STRATEGIES FUND III	1,190.	1,190.
ILLINOIS TOOL WORKS INC COM	808.	808.
INTERNATIONAL BUSINESS MACHINES CORP	1,208.	1,208.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTERNATIONAL PAPER CO	739.	739.
J P MORGAN CHASE & CO	551.	551.
JANUS PERKINS MID CAP VALUE FUND - CLASS	401.	401.
JOHNSON & JOHNSON CO ¿‰	1,350.	1,350.
KELLOGG CO	324.	324.
KEY BANK NA 7% 02/01/2011	3,500.	3,500.
KROGER CO COM	218.	218.
LOWES COMPANIES INC	165.	165.
MATTEL INC	662.	662.
MCDONALDS CORP	708.	708.
MICROSOFT CORP	160.	160.
HUNTINGTON SHORT&INTER FIXED FD	2,119.	2,119.
HUNTINGTON MORTGAGE SECURITY FUND	3,348.	3,348.
HUNTINGTON MONEY MKT IV	3.	3.
HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	388.	388.
NATIONAL FUEL GAS CO NJ	1,400.	1,400.
NEXTERA ENERGY INC	193.	193.
NIKE INC CL B	270.	270.
NUCOR CORP	638.	638.
ORACLE CORP	345.	345.
PIMCO TOTAL RETURN FUND INSTL CLASS	8,633.	8,633.
PARKER HANNIFIN CORP	1,073.	1,073.
PEABODY ENERGY CORP COM	132.	132.
PEPSICO INC ¿‰	381.	381.
PROCTER & GAMBLE CO	614.	614.
QUEST DIAGNOSTICS INC COM	90.	90.
ROYAL DUTCH SHELL PLC -ADR	1,478.	1,478.
SCHLUMBERGER LTD.	499.	499.
MATERIALS SELECT SECTOR SPDR	245.	245.
FINANCIAL SELECT SECTOR SPDR FUND	68.	68.
TECH SELECT SECTOR	731.	731.
SIMON PROPERTY GROUP INC NEW (REIT)	1,101.	1,101.
SUNCOR ENERGY INC	289.	289.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TEMPLETON GLOBAL BOND FUND CLASS A	17,388.	17,388.
TEVA PHARMACEUTICAL INDS ADR	312.	312.
TEXAS INSTRUMENTS INC.	96.	96.
3M CO COM	396.	396.
TRAVELERS COS INC	875.	875.
UNITED PARCEL SVC INC	260.	260.
UNITED TECHNOLOGIES CORP ¿‰	238.	238.
V F CORP W/1 RT/SH	495.	495.
VALERO ENERGY	30.	30.
VIACOM INC CLASS B	410.	410.
WAL-MART STORES, INC.	708.	708.
WELLS FARGO & CO NEW	274.	274.
WHOLE FOODS MARKET INC	78.	78.
WINDSTREAM CORP	1,318.	1,318.
ACCENTURE PLC CL A	484.	484.
ACE LIMITED	402.	402.
HUNTINGTON EQUITY PROTECTION STRATEGIC C	1,052.	1,052.
TOTAL	81,376.	81,376.

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	990.			990.
TOTALS	990.	NONE	NONE	990.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FOREIGN TAXES	259.	259.	
OTHER TAXES	200.		200.
FEDERAL ESTIMATES - PRINCIPAL	659.		
FOREIGN TAXES ON QUALIFIED FOR	391.	391.	
FOREIGN TAXES ON NONQUALIFIED	317.	317.	
TOTALS	1,826.	967.	200.

WARD BEECHER FOUNDATION 7655003555 34-6516441

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SCHEDULE ATTACHED	C	3,358,531.	3,608,135.
PRINCIPAL CASH	C	34,155.	34,155.
TOTALS		3,392,686.	3,642,290.

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

DESCRIPTION	AMOUNT
CORRECTING TRANSFER	
TOTAL	

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

DESCRIPTION	AMOUNT
NET INCOME BETWEEN TAX YEARS	250.
TOTAL	250.

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

OFFICER NAME:
  HUNTINGTON BANK
ADDRESS:
  P.O. BOX 1558
  COLUMBUS, OH 43216
TITLE:
  TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 32,666.

TOTAL COMPENSATION: 32,666.
==============

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

RECIPIENT NAME:
MAHONING VALLEY HISTORICAL
SOCIETY CAPITAL CAMPAIGN
ADDRESS:
648 WICK AVE
YOUNGSTOWN, OH 44502
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PROGRAM
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
INTERFAITH HOME MAINTENANCE SERVICE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PROGRAM

RECIPIENT NAME:
R. STEINER FOUNDATION/GRASSHOPPER
PRODUCTIONS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PROGRAM

RECIPIENT NAME:
YOUNGSTOWN.MAHONING VALLEY UNITED
WAY
ADDRESS:
255 WATT STREET
YOUNGSTOWN, OH 44505
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PROGRAM
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID .... 15,000.

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

==

RECIPIENT NAME:
YOUNGSTOWN STATE UNIVERSITY
ADDRESS:
210 LINCOLN AVENUE
YOUNGSTOWN, OH 44503
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PROGRAM
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
SECOND HARVEST FOOD BANK
ADDRESS:
2805 SALT SPRINGS ROAD
YOUNGSTOWN, OH 44509
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
YOUNGSTOWN BUSINESS INCUBATOR
ADDRESS:
241 WEST FEDERAL STREET
YOUNGSTOWN, OH 44503
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
501C3

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

RECIPIENT NAME:
BEATITUDE HOUSE
ADDRESS:
238 TOD LANE
YOUNGSTOWN, OH 44504
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
501C3

RECIPIENT NAME:
YOUNGSTOWN YMCA
ADDRESS:
45 MCCLURG RD
YOUNGSTOWN, OH 44512
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
501C3

RECIPIENT NAME:
WARD BEECHER PLANETARIUM
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

STATEMENT 12

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

RECIPIENT NAME:
GRASSHOPPER PRODCTIONS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
EASTERN OHIO PARTNERSHIP FOR ED
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATIONAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
YOUNGSTOWN NEIGHBORHOOD DEV
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

TOTAL GRANTS PAID: 70,000.
===============

WARD BEECHER FOUNDATION 7655003555 34-6516441

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					
530. CVS CORP	06/02/2010	03/25/2011	17,930.00	18,634.00	-704.00
50000. FHLB SERIES 1 2.25% 12/30/2015-2011	03/24/2011	06/30/2011	50,000.00	49,875.00	125.00
50000. FHLMC 1.25% 09/30/2013-2011	03/25/2011	06/30/2011	50,000.00	49,988.00	12.00
1000. MICROSOFT CORP	07/23/2010	03/25/2011	25,620.00	26,100.00	-480.00
230. TEXAS INSTRUMENTS INC.	06/02/2010	03/25/2011	7,988.00	5,685.00	2,303.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			151,538.00	150,282.00	1,256.00
Totals			151,538.00	150,282.00	1,256.00

WARD BEECHER FOUNDATION 7655003555 34-6516441

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				
720. AT&T INC	11/06/1985	03/25/2011	20,678.00	3,824.00	16,854.00
700. AMGEN INC.	11/26/2001	03/25/2011	37,569.00	50,389.00	-12,820.00
300. CENTURYTEL INC	06/29/2009	03/25/2011	12,285.00	9,506.00	2,779.00
500. CHUBB CORP	03/11/2009	03/25/2011	30,119.00	17,807.00	12,312.00
500. COLGATE PALMOLIVE CO	08/10/2006	03/25/2011	39,969.00	29,875.00	10,094.00
50000. CREDIT SUISSE GOLD LINKED NOTE					
- MATURIT	03/19/2010	12/07/2011	64,225.00	50,000.00	14,225.00
300. EXXON MOBIL CORP COM	04/27/1989	03/25/2011	25,080.00	2,938.00	22,142.00
100000. FHLB 1.5% 05/10/2012-2011	11/09/2009	05/10/2011	100,000.00	100,000.00	
420. GENERAL DYNAMICS CORP	11/26/2001	03/25/2011	32,323.00	17,537.00	14,786.00
5000. HUNTINGTON BANCSHARES INC ¿‰	10/26/1970	03/21/2011	32,950.00	4,412.00	28,538.00
5453. HUNTINGTON SITUS FUND III	02/04/2009	04/06/2011	119,802.00	94,209.00	25,593.00
800. KELLOGG CO	08/10/2006	03/25/2011	42,759.00	39,110.00	3,649.00
100000. KEY BANK NA 7% 02/01/2011	03/08/2002	02/01/2011	100,000.00	101,987.00	-1,987.00
1500. LOWES COMPANIES INC	08/10/2006	03/25/2011	40,784.00	42,060.00	-1,276.00
350. NEXTERA ENERGY INC	03/11/2009	03/25/2011	18,914.00	15,417.00	3,497.00
510. TEXAS INSTRUMENTS INC.	02/19/2010	03/25/2011	17,712.00	12,796.00	4,916.00
500. UNITED PARCEL SVC INC	08/10/2006	03/25/2011	36,204.00	33,285.00	2,919.00
560. UNITED TECHNOLOGIES CORP ¿‰	08/10/2006	03/25/2011	46,591.00	33,874.00	12,717.00
600. VALERO ENERGY	08/10/2006	03/25/2011	17,844.00	39,072.00	-21,228.00
1270. WINDSTREAM CORP	06/29/2009	03/25/2011	16,384.00	10,719.00	5,665.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVE	STMENT PURPO	SES	852,192.00	708,817.00	143,375.00
Totals			852,192.00	708,817.00	143,375.00

JSA
1F0970 2 000

FEDERAL CAPITAL GAIN DIVIDENDS

SHORT-TERM CAPITAL GAIN DIVIDENDS

BLACKROCK US OPPORTUNITIES PORTFOLIO - I	698.00	
BLACKROCK US OPPORTUNITIES PORTFOLIO - I	399.00	
JANUS PERKINS MID CAP VALUE FUND - CLASS	181.00	
JANUS PERKINS MID CAP VALUE FUND - CLASS	148.00	
TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS		1,426.00

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

BANK AMER CORP COM	49.00	
BLACKROCK US OPPORTUNITIES PORTFOLIO - I	6,815.00	
JANUS PERKINS MID CAP VALUE FUND - CLASS	3,460.00	
SCHERING PLOUGH CORP.	192.00	
SIMON PROPERTY GROUP INC NEW (REIT)	19.00	
TEMPLETON GLOBAL BOND FUND CLASS A	1,713.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		12,248.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		12,248.00

GAINS AND LOSSES FROM PASS-THRU ENTITIES

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	-10,838.00	
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		-10,838.00

STATEMENT 4

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					1,426.	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-10,838.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					12,248.	
		720. AT&T INC PROPERTY TYPE: SECURITIES					11/06/1985	03/25/2011
20,678.00		3,824.00					16,854.00	
		700. AMGEN INC. PROPERTY TYPE: SECURITIES					11/26/2001	03/25/2011
37,569.00		50,389.00					-12,820.00	
		530. CVS CORP PROPERTY TYPE: SECURITIES					06/02/2010	03/25/2011
17,930.00		18,634.00					-704.00	
		300. CENTURYTEL INC PROPERTY TYPE: SECURITIES					06/29/2009	03/25/2011
12,285.00		9,506.00					2,779.00	
		500. CHUBB CORP PROPERTY TYPE: SECURITIES					03/11/2009	03/25/2011
30,119.00		17,807.00					12,312.00	
		500. COLGATE PALMOLIVE CO PROPERTY TYPE: SECURITIES					08/10/2006	03/25/2011
39,969.00		29,875.00					10,094.00	
		50000. CREDIT SUISSE GOLD LINKED NOTE - PROPERTY TYPE: SECURITIES					03/19/2010	12/07/2011
64,225.00		50,000.00					14,225.00	
		300. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES					04/27/1989	03/25/2011
25,080.00		2,938.00					22,142.00	
		50000. FHLB SERIES 1 2.25% 12/30/2015-20 PROPERTY TYPE: SECURITIES					03/24/2011	06/30/2011
50,000.00		49,875.00					125.00	

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)	
		100000. FHLB 1.5% 05/10/2012-2011 PROPERTY TYPE: SECURITIES					11/09/2009	05/10/2011
100,000.00		100,000.00						
		50000. FHLMC 1.25% 09/30/2013-2011 PROPERTY TYPE: SECURITIES					03/25/2011	06/30/2011
50,000.00		49,988.00					12.00	
		420. GENERAL DYNAMICS CORP PROPERTY TYPE: SECURITIES					11/26/2001	03/25/2011
32,323.00		17,537.00					14,786.00	
		5000. HUNTINGTON BANCSHARES INC ¿% PROPERTY TYPE: SECURITIES					10/26/1970	03/21/2011
32,950.00		4,412.00					28,538.00	
		5453. HUNTINGTON SITUS FUND III PROPERTY TYPE: SECURITIES					02/04/2009	04/06/2011
119,802.00		94,209.00					25,593.00	
		800. KELLOGG CO PROPERTY TYPE: SECURITIES					08/10/2006	03/25/2011
42,759.00		39,110.00					3,649.00	
		100000. KEY BANK NA 7% 02/01/2011 PROPERTY TYPE: SECURITIES					03/08/2002	02/01/2011
100,000.00		101,987.00					-1,987.00	
		1500. LOWES COMPANIES INC PROPERTY TYPE: SECURITIES					08/10/2006	03/25/2011
40,784.00		42,060.00					-1,276.00	
		1000. MICROSOFT CORP PROPERTY TYPE: SECURITIES					07/23/2010	03/25/2011
25,620.00		26,100.00					-480.00	
		350. NEXTERA ENERGY INC PROPERTY TYPE: SECURITIES					03/11/2009	03/25/2011
18,914.00		15,417.00					3,497.00	
		510. TEXAS INSTRUMENTS INC. PROPERTY TYPE: SECURITIES					02/19/2010	03/25/2011
17,712.00		12,796.00					4,916.00	

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

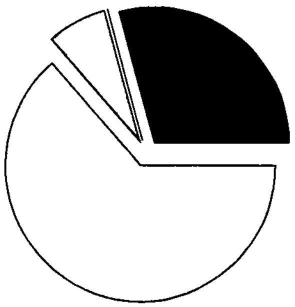
Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		230. TEXAS INSTRUMENTS INC. PROPERTY TYPE: SECURITIES					06/02/2010	03/25/2011
7,988.00		5,685.00					2,303.00	
		500. UNITED PARCEL SVC INC PROPERTY TYPE: SECURITIES					08/10/2006	03/25/2011
36,204.00		33,285.00					2,919.00	
		560. UNITED TECHNOLOGIES CORP ¿‰ PROPERTY TYPE: SECURITIES					08/10/2006	03/25/2011
46,591.00		33,874.00					12,717.00	
		600. VALERO ENERGY PROPERTY TYPE: SECURITIES					08/10/2006	03/25/2011
17,844.00		39,072.00					-21,228.00	
		1270. WINDSTREAM CORP PROPERTY TYPE: SECURITIES					06/29/2009	03/25/2011
16,384.00		10,719.00					5,665.00	
TOTAL GAIN(LOSS)		....					---------- 147,467. ==========	

7655003555 12/31/2011

SUMMARY OF INVESTMENTS

TRUST, N.A., TRUSTEE OF THE WARD
BEECHER FOUNDATION

Investment Allocation



29 2%	■	2	1,053,771 65
0 0%		CASH	197 00-
7 1%	☐	CASH EQUIVALENTS	255,862 01
63 7%	☐	EQUITIES	2,298,698 67
100 0%		Total	3,608,135 33

Investment Summary

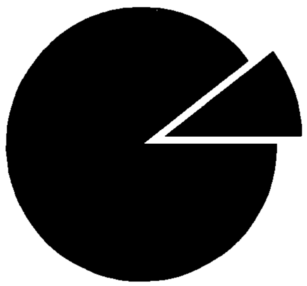
	Market Value	%	Estimated Income	Current Yield
CASH EQUIVALENTS				
CASH MANAGEMENT FUNDS-TAXABLE	255,862 01	7 09	232	0 09
2				
U S GOVT AGENCIES	301,400 50	8 35	5,980	1 98
HUNTINGTON FUNDS-FIXED	262,883 73	7 29	5,532	2.10
MUTUAL FUNDS FIXED INC-TAXABLE	489,487 42	13 57	20,290	4 15
TOTAL 2	1,053,771 65	29 21	31,802	3 02
EQUITIES				
COMMON STOCK	1,493,859 60	41 40	34,541	2 31
COMMON STOCK-FOREIGN	115,100 10	3 19	2,415	2 10
HUNTINGTON FUNDS-EQUITY	575,564 39	15 95	5,842	1 02
MUTUAL FUNDS EQUITY	114,174 58	3 16	538	0 47

Investment Summary

	Market Value	%	Estimated Income	Current Yield
TOTAL EQUITIES	2,298,698 67	63 71	43,336	1 89
CASH				
PRINCIPAL CASH	197 00-	0 01-	0	0 00
TOTAL FUND	3,608.135 33	100 00	75,370	2 09

SUMMARY OF INVESTED INCOME

Investment Allocation



10 5%	■	CASH	3,590 36
89 5%	■	CASH EQUIVALENTS	30,565 10
100 0%		Total	34,155 46

Investment Summary

	Market Value	%	Estimated Income	Current Yield
CASH EQUIVALENTS				
CASH MANAGEMENT FUNDS-TAXABLE	30,565 10	89 49	18	0 06
CASH				
INCOME CASH	3,590 36	10 51	0	0 00

Investment Summary

	Market Value	%	Estimated Income	Current Yield
TOTAL FUND	34.155 46	100 00	18	0 05

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 IV	23,191 47	2	0 0	23,191 47	0 643
	HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	232,670 54	230	0 1	232,670 54	6 448
	TOTAL CASH MANAGEMENT FUNDS-TAXABLE	255,862 01*	232*	0 1*	255,862 01*	7 091*
	2					
	U S. GOVT AGENCIES					
50,000	FHLMC 64% 07/12/2013-2012	50,000 00	320	0 6	50,002 50	1 386
50,000	FHLB 1 6% 09/30/2014-2012	50,000 00	800	1 6	50,157 00	1 390
50,000	FNMA 1 25% 03/27/2015-2012	50,000 00	625	1 2	50,228 50	1 392
50,000	FNMA 2 47% 04/13/2016-2012	50,000 00	1,235	2 5	50,316 50	1 395
100,000	FNMA SERIES 1 3% 10/20/2017-2012	100,000 00	3,000	3 0	100,696 00	2 791
	TOTAL U S GOVT AGENCIES	300,000 00*	5,980*	2 0*	301,400 50*	8 353*
	HUNTINGTON FUNDS-FIXED					
7,757	HUNTINGTON SHORT AND INTERMEDIATE FIXED INCOME FUND III	150,485 80	2,180	1 4	155,838 13	4 319

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
11,560	HUNTINGTON MORTGAGE SECURITIES FUND III	99,994 00	3,352	3 1	107,045 60	2 967
	TOTAL HUNTINGTON FUNDS-FIXED	250,479 80*	5,532*	2 1*	262,883 73*	7 286*
	MUTUAL FUNDS FIXED INC-TAXABLE					
20,272 853	PIMCO TOTAL RETURN FUND - INSTITUTIONAL CLASS	201,323 60	7,278	3 3	220,365 91	6 107
21,685 859	FRANKLIN TEMPLETON GLOBAL BOND FUND - CLASS A	244,920 84	13,012	4 8	269,121 51	7 459
	TOTAL MUTUAL FUNDS FIXED INC-TAXABLE	446,244 44*	20,290*	4 1*	489,487 42*	13 566*
	TOTAL 2	996,724 24*	31,802*	3 0*	1,053,771 65*	29 205*
	EQUITIES					
	COMMON STOCK					
430	AT&T INC	2,283 73	757	5 8	13,003 20	0 360
900	ABBOTT LABORATORIES	42,984 00	1,728	3 4	50,607 00	1 403
530	AMERICAN EXPRESS	24,035 45	382	1 5	25,000 10	0 693
200	APPLE INC	44,924 98	0	0 0	81.000 00	2 245
660	ARCHER-DANIELS-MIDLAND CO	23,350 73	462	2 4	18,876 00	0 523
470	AUTOMATIC DATA PROCESSING	23,892 78	743	2 9	25,384 70	0 704
500	BECTON DICKINSON	33,307 50	900	2 4	37,360 00	1 035
910	BRISTOL-MYERS SQUIBB CO	24,205 91	1,238	3 9	32,068 40	0 889
300	CENTURYLINK INC	9,505 50	870	7 8	11,160 00	0 309
1.200	CISCO SYSTEMS	56,699 65	288	1 3	21.696 00	0 601

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
800	COCA COLA CO	45,964 00	1,504	2 7	55,976 00	1 551
1,000	COMCAST CORP CL A	18,329 50	450	1 9	23,710 00	0 657
610	EMERSON ELECTRIC CO	31,349 66	976	3 4	28,419 90	0 788
900	EXXON MOBIL CORP	8,814 91	1,692	2 2	76,284 00	2 114
390	FISERV INC	24,176 06	0	0 0	22,908 60	0 635
200	FRANKLIN RES INC	24,361 88	216	1 1	19,212 00	0 532
800	GENERAL ELECTRIC CO	48,264 00	544	3 8	14,328 00	0 397
390	GILEAD SCIENCES INC W/1 RT/SH	16,496 96	0	0 0	15,962 70	0 442
640	ILLINOIS TOOL WORKS	31,842 98	922	3 1	29,894 40	0 829
450	IBM CORP	54,933 88	1,350	1 6	82,746 00	2 293
800	INTERNATIONAL PAPER CO	20,651 76	840	3 5	23,680 00	0 656
710	JP MORGAN CHASE & CO	30,575 59	710	3 0	23,607 50	0 654
600	JOHNSON & JOHNSON	28,717 50	1,368	3 5	39,348 00	1 091
670	KROGER CO	15,885 63	308	1 9	16,227 40	0 450
960	MATTEL INC	24,508 70	883	3 3	26,649 60	0 739
280	MCDONALDS CORP	18,110 40	784	2 8	28,092 40	0 779
1,000	NATIONAL FUEL GAS CO NJ	38,270 00	1,420	2 6	55,580 00	1 540
290	NIKE INC CL B	18.664 40	418	1 5	27,947 30	0 775

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
440	NUCOR CORP W/1 RT/SH	19,333 66	642	3 7	17,410 80	0 483
1,500	ORACLE CORPORATION FORMERLY ORACLE SYS CORP W/1 RT/SH	51,081 15	360	0 9	38,475 00	1 066
750	PARKER HANNIFIN CORP	35,955 00	1,110	1 9	57,187 50	1 585
400	PEABODY ENERGY CORP W/1 RT/SH	19,527 15	136	1 0	13,244 00	0 367
370	PEPSICO INC	23,798 33	762	3 1	24,549 50	0 680
390	PROCTER & GAMBLE CO	23,749 99	819	3 1	26,016 90	0 721
300	QUEST DIAGNOSTICS INC	16,439 97	204	1 2	17,418 00	0 483
520	SCHLUMBERGER LTD	32,018 00	520	1 5	35,521 20	0 984
400	MATERIALS SELECT SECTOR SPDR	15,803 96	295	2 2	13,400 00	0 371
370	FINANCIAL SELECT SECTOR SPDR FUND	6,093 86	83	1 7	4,810 00	0 133
1,900	TECHNOLOGY SELECT SECTOR SPDR FUND	41,021 00	732	1 5	48,355 00	1 340
320	SIMON PROPERTY GROUP INC	26,041 90	1,152	2 8	41,260 80	1 144
240	3M CO	22,271 98	528	2 7	19,615 20	0 544
550	TRAVELERS COS INC	21,470 21	902	2 8	32,543 50	0 902
250	V F CORP W/1 RT/SH	23,932 33	720	2 3	31,747 50	0 880
630	VIACOM INC CLASS B	18,931 88	630	2 2	28,608 30	0 793
650	WAL-MART STORES INC	33,771 53	949	2 4	38,844 00	1 077

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
760	WELLS FARGO & CO	24,479 52	365	1 7	20,945 60	0 581
260	WHOLE FOODS MARKET INC	16,629 57	146	0 8	18,090 80	0 501
1,000	WINDSTREAM CORP	8,440 00	1,000	8 5	11,740 00	0 325
390	ACE LIMITED	24,499 76	733	2 7	27,346 80	0 758
	TOTAL COMMON STOCK	1,290,398 79*	34,541*	2 3*	1,493,859 60*	41 403*
	COMMON STOCK-FOREIGN					
440	ROYAL DUTCH SHELL PLC -ADR	24,560 80	1,257	3 9	32,159 60	0 891
700	SUNCOR ENERGY INC	23,655 99	302	1 5	20,181 00	0 559
350	TEVA PHARMACEUTICAL -SP ADR	15,106 00	275	1 9	14,126 00	0 392
430	ACCENTURE PLC CL A	23,817 61	581	2 5	22,888 90	0 634
490	CHECK POINT SOFTWARE TECH	24,533 47	0	0 0	25,744 60	0 714
	TOTAL COMMON STOCK-FOREIGN	111,673 87*	2,415*	2 1*	115,100 10*	3 190*
	HUNTINGTON FUNDS-EQUITY					
19,263	HUNTINGTON INTERNATIONAL EQUITY FUND III	223,080 26	2,408	1 2	194,363 67	5 387
13,476 273	HUNTINGTON DISCIPLINED EQUITY FD TR III	122,978 53	1,173	0 9	132,202 24	3 664
6,491	HUNTINGTON SITUS FUND III	68,932 79	1,064	0 8	126,769 23	3 513
17,095	HUNTINGTON REAL STRATEGIES FUND III	161,065 70	1,197	1 0	122,229 25	3 388

UNITS/ SHARES	NAME OF SECURITY	TOT COST	EST INC	YLD MKT	MARKET VALUE	% TOT MKT
	TOTAL HUNTINGTON FUNDS-EQUITY	576,057 28*	5,842*	1 0*	575,564 39*	15 952*
	MUTUAL FUNDS EQUITY					
2,010 459	BLACKROCK US OPPORTUNITIES PORTFOLIO - INSTITUTIONAL	75,565 87	137	0 2	67,330 27	1 866
2,320 174	JANUS PERKINS MID CAP VALUE FUND - CLASS T	52,446 14	401	0 9	46,844 31	1 298
	TOTAL MUTUAL FUNDS EQUITY	128,012 01*	538*	0 5*	114,174 58*	3 164*
	TOTAL EQUITIES	2,106,141 95*	43,336*	1 9*	2,298,698 67*	63 709*
	PRINCIPAL CASH	197 00-		0 0	197 00-	0 005-
	TOTAL FUND	3,358.531 20*	75.370*	2 1*	3.608.135 33*	100 000*

SCHEDULE OF INCOME 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 IV	13,235 64	1	0 0	13,235 64	38 751
	HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	17,329 46	17	0 1	17,329 46	50 737
	TOTAL CASH MANAGEMENT FUNDS-TAXABLE	30,565 10*	18*	0 1*	30,565 10*	89 488*
	INCOME CASH	3,590 36		0 0	3,590 36	10 512