



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation KLOCKOW, HARVEY R AND DORIS FDN		A Employer identification number 35-2070029
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A - PO Box 53456 MAC S4101-22G		B Telephone number (see instructions) (888) 730-4933
City or town, state, and ZIP code Phoenix AZ 85072-3456		C If exemption application is pending, check here ☐
Check all that apply ☐ Initial return ☐ Final return ☒ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,670,652		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		

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	0	0		
	4 Dividends and interest from securities	47,952	46,884		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	33,317			
	b Gross sales price for all assets on line 6a	446,439			
	7 Capital gain net income (from Part IV, line 2)		33,317		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	0	0	0		
12 Total. Add lines 1 through 11	81,269	80,201	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	24,721	18,541		6,180
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	1,089	0	0	1,089
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,335	1,052	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	8	8	0	0
	24 Total operating and administrative expenses. Add lines 13 through 23	28,153	19,601	0	7,269
	25 Contributions, gifts, grants paid	85,500			85,500
26 Total expenses and disbursements. Add lines 24 and 25	113,653	19,601	0	92,769	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-32,384				
b Net investment income (if negative, enter -0-)		60,600			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

(HTA)

Form **990-PF** (2011)

248

Form 990-PF (2011) KLOCKOW, HARVEY R AND DORIS FDN

35-2070029 Page 2

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	1,993	844	844
	2 Savings and temporary cash investments	71,045	38,585	38,585
	3 Accounts receivable ☐ Less allowance for doubtful accounts ☐	0	0	0
	4 Pledges receivable ☐ Less allowance for doubtful accounts ☐	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule) ☐ Less allowance for doubtful accounts ☐	0	0	0
	8 Inventories for sale or use	0	0	
	9 Prepaid expenses and deferred charges		0	
	10 a Investments—U S. and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	0	0	0
	c Investments—corporate bonds (attach schedule)	0	0	0
	11 Investments—land, buildings, and equipment basis ☐ Less accumulated depreciation (attach schedule) ☐	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,640,066	1,639,946	1,631,223
	14 Land, buildings, and equipment basis ☐ Less accumulated depreciation (attach schedule) ☐	0	0	0
	15 Other assets (describe ☐)	0	0	0
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,713,104	1,679,375	1,670,652
Liabilities	17 Accounts payable and accrued expenses	0	0	
	18 Grants payable			
	19 Deferred revenue	0	0	
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe ☐)	0	0	
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,713,104	1,679,375	
	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)	1,713,104	1,679,375	
	31 Total liabilities and net assets/fund balances (see instructions)	1,713,104	1,679,375	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,713,104
2 Enter amount from Part I, line 27a	2	-32,384
3 Other increases not included in line 2 (itemize) ☐ Mutual Fund & CTF Income Additions	3	633
4 Add lines 1, 2, and 3	4	1,681,353
5 Decreases not included in line 2 (itemize) ☐ See Attached Statement	5	1,978
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,679,375

Form 990-PF (2011)

KLOCKOW, HARVEY R. AND DORIS FDN

35-2070029

Page **3****Part IV Capital Gains and Losses for Tax on Investment Income**

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

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

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	33,317
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	83,274	1,732,353	0.048070
2009	94,642	1,592,647	0.059424
2008	124,735	2,071,950	0.060202
2007	112,855	2,386,115	0.047297
2006	107,924	2,271,122	0.047520

2 Total of line 1, column (d)	2	0.262513
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	0.052503
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,817,296
5 Multiply line 4 by line 3	5	95,413
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	606
7 Add lines 5 and 6	7	96,019
8 Enter qualifying distributions from Part XII, line 4 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	8	92,769

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	1,212
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2		3	1,212
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	1,212
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	833	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	0	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	833	
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	379	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ 0 Refunded ☐	11	0	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933 Located at ▶ PO Box 53456 MAC S4101-22G Phoenix AZ ZIP+4 ▶ 85072-3456			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

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? ☐ Yes ☒ No
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? ☐ Yes ☒ No

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. PO Box 53456 MAC S4101-22G Phoenix AZ 85	Trustee	24,721	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

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

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

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 NONE	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	0
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,780,223
b	Average of monthly cash balances	1b	64,748
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,844,971
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,844,971
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	27,675
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,817,296
6	Minimum investment return. Enter 5% of line 5	6	90,865

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	90,865
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,212
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	1,212
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	89,653
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	89,653
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	89,653

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	92,769
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	92,769
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	92,769

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				89,653
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			75,472	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	NONE			
d From 2009	NONE			
e From 2010	NONE			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 92,769				
a Applied to 2010, but not more than line 2a			75,472	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)	0			
d Applied to 2011 distributable amount				17,297
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				72,356
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007	0			
b Excess from 2008	0			
c Excess from 2009	0			
d Excess from 2010	0			
e Excess from 2011	0			

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Statement				
Total			▶ 3a	85,500
b Approved for future payment NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1	Program service revenue					
a			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
f			0		0	0
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	47,952	
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	33,317	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a		0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
12	Subtotal. Add columns (b), (d), and (e)		0		81,269	0
13	Total. Add line 12, columns (b), (d), and (e)				13	81,269

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

[illegible]

Form **990-PF** (2011)

KLOCKOW, HARVEY R AND DORIS FDN

35-2070029 Page 1 of 1

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

Recipient(s) paid during the year

Name

SEE ATTACHED DETAIL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501 (c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 85,500

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 0

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 0

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 0

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 0

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 0

Wells Fargo
Tax Transaction Detail Beneficiary Distributions
KLOCKOW, HARVEY R. AND DORIS FDN
Trust Year Ending 12/31/2011

Page 1 of 3
4/13/2012 10:28:47

Account Id: 70412400

Tax Code/Desc	Paid For	Transactions	Income	Principal
311 CASH CONTRIBUTIONS				
	352070029			
12/01/11	0 Units	Reg Code 000	0 00	-2,000 00
	CHARITABLE CASH CONTRIBUTION 2011 FALL GRANT HANNAH'S HOUSE ATTN KAREN DELUCENAY, MSW EXE DIR 518 WEST 4TH STREET MISHAWAKA, IN 46544			
12/01/11	0 Units	Reg Code 000	0 00	-1,500 00
	CHARITABLE CASH CONTRIBUTION 2011 FALL GRANT LOGAN ATTN SALLY DIXON RN-GRANT & RES SPEC 2505 E JEFFERSON SOUTH BEND, IN 46615			
12/01/11	0 Units	Reg Code 000	0 00	-2,000 00
	CHARITABLE CASH CONTRIBUTION 2011 FALL GRANT SOUTH BEND CAREER ACADEMY ATTN YOLANDA TURNER-SMITH, PRINCIPAL CRESCENT AT BLACKTHORN, BLDG ONE SOUTH BEND, IN 46628			
12/01/11	0 Units	Reg Code 000	0 00	-3,000 00
	CHARITABLE CASH CONTRIBUTION 2011 FALL GRANT SOUTH BEND HERITAGE FOUNDATION ATTN MARCO MARIANI EXE DIR 803 LINCOLNWAY WEST SOUTH BEND, IN 46616			
12/01/11	0 Units	Reg Code 000	0 00	-2,500 00
	CHARITABLE CASH CONTRIBUTION 2011 FALL GRANT SOUTH BEND MUSEUM OF ART ATTN SUSAN R VISSER, EXE DIR 120 S ST JOSEPH ST SOUTH BEND, IN 46601			
12/01/11	0 Units	Reg Code 000	0 00	-5,000 00
	CHARITABLE CASH CONTRIBUTION 2011 FALL GRANT AMERICAN RED CROSS ATTN AMY HILL, REG DEV DIR 3220 E JEFFERSON BLVD SOUTH BEND, IN 46615			
12/01/11	0 Units	Reg Code 000	0 00	-5,000 00
	CHARITABLE CASH CONTRIBUTION 2011 FALL GRANT THE CROSSING ATTN ROB STALEY, EXE DIR 2930 SOUTH NAPPANEE ST ELKHART, IN 46517			

Tax Transaction Detail Beneficiary Distributions

4/13/2012 10:28:47

KLOCKOW, HARVEY R. AND DORIS FDN

Account Id: 70412400

Trust Year Ending 12/31/2011

Tax Code/Desc	Paid For	Transactions	Income	Principal
311 CASH CONTRIBUTIONS				
	352070029			
12/01/11	0 Units	Reg Code 000	0 00	-5,000 00
		CHARITABLE CASH CONTRIBUTION		
		2011 FALL GRANT		
		STONE SOUP COMMUNITY		
		ATTN LINDA JUNG-ZIMMERMAN, EXE DIR		
		333 N MAIN		
		SOUTH BEND, IN 46601		
12/01/11	0 Units	Reg Code 000	0 00	-5,500 00
		CHARITABLE CASH CONTRIBUTION		
		2011 FALL GRANT		
		WORLD DIGNITY, INC		
		ATTN ROGER PARENT, PRES		
		814 MARIETTA STREET		
		SOUTH BEND, IN 46601		
12/01/11	0 Units	Reg Code 000	0 00	-6,500 00
		CHARITABLE CASH CONTRIBUTION		
		2011 FALL GRANT		
		THE APPRENTICE ACADEMY		
		ATTN STEVE HARTZ, EXE DIR		
		3605 GAGNON DRIVE		
		SOUTH BEND, IN 46628		
12/05/11	0 Units	Reg Code 000	0 00	-7,500 00
		CHARITABLE CASH CONTRIBUTION		
		2011 FALL GRANT		
		O'HANA HERITAGE FOUNDATION		
		ATTN TIEAL BISHOP, EXE DIR		
		P O BOX 186		
		SOUTH BEND, IN 46634		
12/05/11	0 Units	Reg Code 000	0 00	-10,000 00
		CHARITABLE CASH CONTRIBUTION		
		2011 FALL GRANT		
		UNITED WAY OF ST JOSEPH COUNTY		
		ATTN KAY BALL, PRES & CEO		
		3517 E JEFFERSON BLVD		
		SOUTH BEND, IN 46615		
12/05/11	0 Units	Reg Code 000	0 00	-25,000 00
		CHARITABLE CASH CONTRIBUTION		
		2011 FALL GRANT		
		ST PAUL'S MEM UNITED METH CHURCH		
		ATTN BECKY EMMONS, GRANT CHAIR		
		1001 W COLFAX AVE		
		SOUTH BEND, IN 46616		

Wells Fargo
Tax Transaction Detail Beneficiary Distributions
KLOCKOW, HARVEY R. AND DORIS FDN
Trust Year Ending 12/31/2011

Page 3 of 3
4/13/2012 10:28:47

Account Id: 70412400

Tax Code/Desc	Paid For	Transactions	Income	Principal
311 CASH CONTRIBUTIONS				
	352070029			
12/06/11		0 Units Reg Code 000	0 00	-5,000 00
		CHARITABLE CASH CONTRIBUTION		
		2011 FALL GRANT		
		HEROES CAMP INC		
		ATTN KELLY PERRI		
		P O BOX 6564		
		SOUTH BEND, IN 46660		
		Total For:	0 00	-85,500 00
		Total for Taxcode: 311	0 00	-85,500 00
		Total for Distributions:	0 00	-85,500 00
		Total for all Tax Codes:	-20,819 25	984,772 00

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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Net Gain or Loss								
									Gross Sales	Cost, Other Basis and Expenses	Valuation Method	Expense of Sale and Cost of Improvements									
Long Term CG Distributions									446,439	413,122			33,317								
Short Term CG Distributions									0	0		0	0								
Amount									3,456	0			0								
1	X	AFLAC INC	001055102			2/22/2005		2/7/2011	4,256	2,752			1,504								
2	X	AFLAC INC	001055102			6/6/2011		12/1/2011	1,210	1,294			-84								
3	X	ABBOTT LABORATORIES 58	002824A17			10/23/2008		10/11/2011	58,560	49,197			9,363								
4	X	AFFILIATED MANAGERS GRO	008252108			12/13/2010		12/1/2011	1,499	1,568			-69								
5	X	APACHE CORP	037411105			2/11/2010		12/1/2011	1,189	1,197			-8								
6	X	APPLE INC	037833100			2/11/2010		9/28/2011	3,593	1,791			1,802								
7	X	APPLE INC	037833100			2/11/2010		12/1/2011	1,941	995			946								
8	X	ARTISAN INTERNATIONAL FU	04314H204			2/22/2005		10/11/2011	3,474	3,904			-430								
9	X	ARTISAN INTERNATIONAL FU	04314H204			2/22/2005		12/1/2011	6,909	7,519			-610								
10	X	BAKER HUGHES INC COM	057224107			2/11/2010		12/1/2011	221	187			34								
11	X	BANK NEW YORK MELLON CO	064058100			2/11/2010		10/11/2011	4,728	6,854			-2,126								
12	X	BERKSHIRE HATHAWAY INC	084670702			2/27/2008		12/1/2011	931	1,125			-194								
13	X	BHP BILLITON LIMITED - ADR	088606108			6/6/2011		12/1/2011	1,037	1,291			-254								
14	X	BOEING CO	097023105			3/17/2011		12/1/2011	994	954			40								
15	X	CAPITAL ONE FINANCIAL CORP	14040H105			2/11/2010		10/11/2011	2,329	1,952			377								
16	X	CAPITAL ONE FINANCIAL CORP	14040H105			2/11/2010		12/1/2011	625	497			128								
17	X	CARNIVAL CORP	143658300			2/11/2010		12/1/2011	3,963	3,982			-19								
18	X	CELANESE CORP	150870103			6/15/2011		12/1/2011	919	977			-58								
19	X	CHEVRON CORP	166764100			11/12/2010		12/1/2011	1,628	1,360			268								
20	X	CISCO SYSTEMS INC	17275R102			2/24/2011		12/1/2011	683	683			0								
21	X	CONOCOPHILLIPS	20825C104			5/25/2004		2/24/2011	3,090	1,471			1,619								
22	X	CONOCOPHILLIPS	20825C104			5/25/2004		9/6/2011	1,632	920			712								
23	X	CONOCOPHILLIPS	20825C104			5/25/2004		12/1/2011	573	294			279								
24	X	DIAGEO PLC - ADR	25243Q205			2/11/2010		9/6/2011	3,224	2,626			598								
25	X	DIAGEO PLC - ADR	25243Q205			2/11/2010		12/1/2011	679	512			167								
26	X	DIAMOND HILL LONG-SHORT	25264S833			12/15/2010		10/11/2011	737	745			-8								
27	X	DIAMOND HILL LONG-SHORT	25264S833			11/16/2010		10/11/2011	1,314	1,298			16								
28	X	DIAMOND HILL LONG-SHORT	25264S833			11/16/2010		12/1/2011	3,492	3,277			215								
29	X	DODGE & COX INTL STOCK F	256206103			6/8/2011		10/11/2011	1,648	1,967			-319								
30	X	DODGE & COX INTL STOCK F	256206103			6/8/2011		12/1/2011	2,381	2,833			-452								
31	X	DODGE & COX INTL STOCK F	256206103			12/15/2010		12/1/2011	1,169	1,358			-189								
32	X	EMC CORP MASS	268648102			2/24/2011		12/1/2011	394	453			-59								
33	X	ECOLAB INC	278865100			2/11/2010		6/6/2011	10,806	8,317			2,489								
34	X	GOLDMAN SACHS GROUP INC	38141G104			12/10/2010		12/1/2011	283	504			-221								
35	X	GOLDMAN SACHS GRTH OPP	38142Y401			12/15/2010		6/6/2011	1,015	983			32								
36	X	GOLDMAN SACHS GRTH OPP	38142Y401			11/16/2010		6/6/2011	4,777	4,379			398								
37	X	GOLDMAN SACHS GRTH OPP	38142Y401			11/16/2010		12/1/2011	4,879	4,697			182								
38	X	HSBC FINANCE CORP 5 250	40429CXX8			3/28/2007		1/14/2011	45,000	45,081			-81								
39	X	HEWLETT PACKARD CO	428236103			2/11/2010		12/1/2011	395	681			-286								
40	X	HUSSMAN STRATEGIC GROV	448108100			2/28/2008		10/11/2011	187	225			-38								
41	X	HUSSMAN STRATEGIC GROV	448108100			10/5/2010		10/11/2011	13,080	13,405			-325								
42	X	INTEL CORP	458140100			8/16/2004		2/24/2011	2,880	2,907			-27								
43	X	IRON MOUNTAIN INC	462846106			2/11/2010		12/1/2011	1,291	1,120			171								
44	X	IRON MOUNTAIN INC	462846106			2/11/2010		2/24/2011	3,393	2,932			461								
45	X	IRON MOUNTAIN INC	462846106			2/11/2010		3/17/2011	7,565	5,755			1,810								
46	X	JPMORGAN CHASE & CO	46625H100			10/24/1998		12/1/2011	1,244	1,600			-356								
47	X	JOHNSON & JOHNSON	478160104			10/24/1998		2/24/2011	3,318	2,785			533								
48	X	JOHNSON & JOHNSON	478160104			10/24/1998		6/6/2011	9,580	7,343			2,237								
49	X	FISERV INC	337738108			2/11/2010		8/12/2011	7,170	6,034			1,136								
50	X	JP MORGAN MID CAP VALUE	339728100			6/8/2011		12/1/2011	4,208	4,354			-146								
51	X	KEELEY SMALL CAP VAL F	487300808			11/16/2010		12/1/2011	5,346	5,078			268								

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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals			Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss	
									Gross Sales		Cost or Other Basis				Valuation Method
									Price						
Long Term CG Distributions									Amount		413,122		33,317		
Short Term CG Distributions									3,456		0		0		
52	X	KOHL'S CORP	500255104			12/13/2010		10/11/2011	4,496	4,830				-334	
53	X	KOHL'S CORP	500255104			6/6/2011		10/11/2011	2,498	2,543				-45	
54	X	KRAFT FOODS INC	50075N104			2/24/2011		12/1/2011	183	160				23	
55	X	KRAFT FOODS INC	50075N104			2/24/2011		12/8/2011	5,434	4,790				644	
56	X	LAUDUS MONDRIAN INTL FLI	51855Q655			11/16/2010		10/11/2011	44,857	42,927				1,930	
57	X	MERGER FD SH BEN INT #260	589509108			12/15/2010		10/11/2011	235	241				-6	
58	X	MERGER FD SH BEN INT #260	589509108			11/16/2010		10/11/2011	1,176	1,196				-20	
59	X	MICROSOFT CORP	594918104			2/11/2010		12/1/2011	734	817				-83	
60	X	NESTLE S A REGISTERED SH	641069406			2/11/2010		8/12/2011	2,977	2,197				780	
61	X	NESTLE S A REGISTERED SH	641069406			2/11/2010		12/1/2011	1,129	935				194	
62	X	NEXTERA ENERGY INC	65339F101			2/11/2010		2/7/2011	8,267	6,901				1,366	
63	X	NOVARTIS AG - ADR	66987V109			2/11/2010		2/24/2011	2,473	2,421				52	
64	X	NOVARTIS AG - ADR	66987V109			2/11/2010		12/1/2011	492	484				8	
65	X	ORACLE CORPORATION	68389X105			6/6/2011		12/1/2011	1,295	1,329				-34	
66	X	PROCTER & GAMBLE CO	742718109			2/24/2011		6/15/2011	4,779	4,744				35	
67	X	T ROWE PRICE SHORT TERM	77957P105			1/14/2011		6/6/2011	13,548	13,521				27	
68	X	SPDR DJ WILSHIRE INTERNA	78463X863			6/7/2011		10/11/2011	7,922	9,618				-1,696	
69	X	SCHLUMBERGER LTD	806857108			2/14/2001		12/1/2011	749	328				421	
70	X	TCW SMALL CAP GROWTH FUND	87234N849			11/16/2010		12/1/2011	3,507	3,437				70	
71	X	TJX COS INC NEW	872540109			10/11/2011		12/1/2011	378	346				32	
72	X	THERMO FISHER SCIENTIFIC	883556102			6/6/2011		12/1/2011	708	941				-233	
73	X	3M CO	88579Y101			12/17/2010		10/11/2011	1,597	1,808				-211	
74	X	3M CO	88579Y101			12/17/2010		12/1/2011	645	689				-44	
75	X	UNITED PARCEL SERVICE-CORP	911312106			8/12/2011		12/1/2011	784	719				65	
76	X	UNITEDHEALTH GROUP INC	91324P102			2/11/2010		12/1/2011	1,898	1,288				610	
77	X	VANGUARD MSCI EMERGING	922042858			12/13/2010		12/1/2011	1,348	1,578				-230	
78	X	VANGUARD MSCI EMERGING	922042858			11/12/2010		12/1/2011	4,575	5,289				-714	
79	X	VANGUARD REIT VIPER	922908553			11/12/2010		6/6/2011	40,650	36,808				3,842	
80	X	VANGUARD REIT VIPER	922908553			11/12/2010		10/11/2011	10,065	10,576				-511	
81	X	VANGUARD REIT VIPER	922908553			11/12/2010		12/1/2011	7,073	6,907				166	
82	X	VISA INC-CLASS A SHRS	92826C839			2/11/2010		10/11/2011	9,041	8,498				543	
83	X	VODAFONE GROUP PLC NEW	92857W209			2/11/2010		12/1/2011	843	679				164	
84	X	COOPER INDUSTRIES PLC NEW	G24140108			2/11/2010		3/17/2011	5,550	3,882				1,668	
85	X	TARGET CORP	87612E106			2/11/2010		2/24/2011	2,872	2,717				155	
86	X	TEVA PHARMACEUTICAL IND	881624209			6/6/2011		12/1/2011	766	955				-189	

Line 16b (990-PF) - Accounting Fees

		1,089	0	0	1,089
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,089			1,089
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	450			
2	ESTIMATED EXCISE TAX PAID	833			
3	FOREIGN TAX WITHHELD	1,052	1,052		
4					
5					
6					
7					
8					
9					
10					
		2,335	1,052	0	0

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	TRUSTEE FEES				
2	ADR FEES	8	8		
3	STATE AG FEES				
4					
5					
6					
7					
8					
9					

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

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

1	Mutual Fund & CTF Income Additions	1	633
2	Total	2	633

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

1	Cost Basis Adjustment	1	66
2	Mutual Fund & CTF Income Subtraction	2	1,912
3	Total	3	1,978

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

Amount														
Long Term CG Distributions														
Short Term CG Distributions														
3,456														
0														
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
1	AFLAC INC	001055102		2/22/2005	2/7/2011		4,256	0	2,752	1,504			0	1,504
2	AFLAC INC	001055102		6/6/2011	12/1/2011		1,210	0	1,294	-84			0	-84
3	ABBOTT LABORATORIES 5 875% 5/15/00	002824A7		10/23/2008	10/11/2011		58,560	0	49,197	9,363			0	9,363
4	AFFILIATED MANAGERS GROUP, INC	008252108		12/13/2010	12/1/2011		1,499	0	1,568	-69			0	-69
5	APACHE CORP	037411105		2/11/2010	12/1/2011		1,189	0	1,197	-8			0	-8
6	APPLE INC	037833100		2/11/2010	9/28/2011		3,593	0	1,791	1,802			0	1,802
7	APPLE INC	037833100		2/11/2010	12/1/2011		1,941	0	995	946			0	946
8	ARTISAN INTERNATIONAL FUND #661	04314H204		2/22/2005	10/11/2011		3,474	0	3,904	-430			0	-430
9	ARTISAN INTERNATIONAL FUND #661	04314H204		2/22/2005	12/1/2011		6,909	0	7,519	-610			0	-610
10	BAKER HUGHES INC COM	057224107		2/11/2010	12/1/2011		221	0	187	34			0	34
11	BANK NEW YORK MELLON CORP COM	064058100		2/11/2010	10/11/2011		4,728	0	6,854	-2,126			0	-2,126
12	BERKSHIRE HATHAWAY INC	084670702		2/27/2008	12/1/2011		931	0	1,125	-194			0	-194
13	BHP BILLITON LIMITED - ADR	088606108		6/6/2011	12/1/2011		1,037	0	1,291	-254			0	-254
14	BOEING CO	097023105		3/17/2011	12/1/2011		994	0	954	40			0	40
15	CAPITAL ONE FINANCIAL CORP	14040H105		2/11/2010	10/11/2011		2,329	0	1,952	377			0	377
16	CAPITAL ONE FINANCIAL CORP	14040H105		2/11/2010	12/1/2011		625	0	497	128			0	128
17	CARNIVAL CORP	143658300		2/11/2010	12/1/2011		3,963	0	3,982	-19			0	-19
18	CELANESE CORP	150870103		6/15/2011	12/1/2011		919	0	977	-58			0	-58
19	CHEVRON CORP	166764100		11/12/2010	12/1/2011		1,628	0	1,360	268			0	268
20	CISCO SYSTEMS INC	17275R102		2/24/2011	12/1/2011		683	0	683	0			0	0
21	CONOCOPHILLIPS	20825C104		5/25/2004	2/24/2011		3,090	0	1,471	1,619			0	1,619
22	CONOCOPHILLIPS	20825C104		5/25/2004	9/6/2011		1,632	0	920	712			0	712
23	CONOCOPHILLIPS	20825C104		5/25/2004	12/1/2011		573	0	294	279			0	279
24	DIAGEO PLC - ADR	25243Q205		2/11/2010	9/6/2011		3,224	0	2,626	598			0	598
25	DIAGEO PLC - ADR	25243Q205		2/11/2010	12/1/2011		679	0	512	167			0	167
26	DIAMOND HILL LONG-SHORT FD CL I #125264S833	25243Q205		12/15/2010	10/11/2011		737	0	745	-8			0	-8
27	DIAMOND HILL LONG-SHORT FD CL I #125264S833	25243Q205		11/16/2010	10/11/2011		1,314	0	1,298	16			0	16
28	DIAMOND HILL LONG-SHORT FD CL I #125264S833	25243Q205		11/16/2010	12/1/2011		3,492	0	3,277	215			0	215
29	DODGE & COX INTL STOCK FD #1048	256206103		6/8/2011	10/11/2011		1,648	0	1,967	-319			0	-319
30	DODGE & COX INTL STOCK FD #1048	256206103		6/8/2011	12/1/2011		2,381	0	2,833	-452			0	-452
31	DODGE & COX INTL STOCK FD #1048	256206103		12/15/2010	12/1/2011		1,169	0	1,358	-189			0	-189
32	E M C CORP MASS	268648102		2/24/2011	12/1/2011		394	0	453	-59			0	-59
33	ECOLAB INC	278865100		2/11/2010	6/6/2011		10,806	0	8,317	2,489			0	2,489
34	GOLDMAN SACHS GROUP INC	38141G104		12/10/2010	12/1/2011		283	0	504	-221			0	-221
35	GOLDMAN SACHS GRTH OPP FD-I #1338142Y401	38142Y401		12/15/2010	6/6/2011		1,015	0	983	32			0	32
36	GOLDMAN SACHS GRTH OPP FD-I #1338142Y401	38142Y401		11/16/2010	6/6/2011		4,777	0	4,379	398			0	398
37	GOLDMAN SACHS GRTH OPP FD-I #1338142Y401	38142Y401		11/16/2010	12/1/2011		4,879	0	4,697	182			0	182
38	HSBC FINANCE CORP 5 250% 1/14/11	40429CCX8		3/28/2007	1/14/2011		45,000	0	45,091	-91			0	-91
39	HEWLETT PACKARD CO	428236103		2/11/2010	12/1/2011		395	0	681	-286			0	-286
40	HUSSMAN STRATEGIC GROWTH FUND	448108100		2/28/2008	10/11/2011		187	0	225	-38			0	-38
41	HUSSMAN STRATEGIC GROWTH FUND	448108100		10/5/2010	10/11/2011		13,080	0	13,405	-325			0	-325
42	INTEL CORP	458140100		8/16/2004	2/24/2011		2,880	0	2,907	-27			0	-27
43	INTEL CORP	458140100		8/16/2004	12/1/2011		1,291	0	1,120	171			0	171
44	IRON MOUNTAIN INC	462846106		2/11/2010	2/24/2011		3,393	0	2,932	461			0	461
45	IRON MOUNTAIN INC	462846106		2/11/2010	3/17/2011		7,565	0	5,755	1,810			0	1,810
46	JPMORGAN CHASE & CO	46625H100		2/11/2010	12/1/2011		1,244	0	1,600	-356			0	-356
47	JOHNSON & JOHNSON	478160104		10/24/1998	2/24/2011		3,318	0	2,785	533			0	533
48	JOHNSON & JOHNSON	478160104		10/24/1998	6/6/2011		9,580	0	7,343	2,237			0	2,237
49	FISERV INC	337738108		2/11/2010	8/12/2011		7,170	0	6,034	1,136			0	1,136
50	JP MORGAN MID CAP VALUE-I #758	339128100		6/8/2011	12/1/2011		4,208	0	4,354	-146			0	-146
51	KEELEY SMALL CAP VAL FD CL I #2251	487300808		11/16/2010	12/1/2011		5,346	0	5,078	268			0	268
52	KOHL'S CORP	500255104		12/13/2010	10/11/2011		4,496	0	4,830	-334			0	-334
53	KOHL'S CORP	500255104		6/6/2011	10/11/2011		2,498	0	2,543	-45			0	-45
54	KRAFT FOODS INC	50075N104		2/24/2011	12/1/2011		183	0	160	23			0	23
55	KRAFT FOODS INC	50075N104		2/24/2011	12/8/2011		5,434	0	4,790	644			0	644
56	LAUDUS MONDRIAN INTL FLINST #294051850655	589509108		11/16/2010	10/11/2011		44,857	0	42,927	1,930			0	1,930
57	MERGER FD SH BEN INT #260	589509108		12/15/2010	10/11/2011		235	0	241	-6			0	-6
58	MERGER FD SH BEN INT #260	589509108		11/16/2010	10/11/2011		1,176	0	1,196	-20			0	-20

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

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals		Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						Long Term CG Distributions	Short Term CG Distributions							
						Amount	0							
59	MICROSOFT CORP	594918104		2/11/2010	12/11/2011	3,456	0	734	0	-83			0	29,861
60	NESTLE S A REGISTERED SHARES - A	641089406		2/11/2010	8/12/2011			2,977	0	2,197			0	780
61	NESTLE S A REGISTERED SHARES - A	641089406		2/11/2010	12/11/2011			1,129	0	935			0	194
62	NEXTERA ENERGY INC	65339F101		2/11/2010	2/7/2011			8,267	0	6,901			0	1,366
63	NOVARTIS AG - ADR	66987V109		2/11/2010	2/24/2011			2,473	0	2,421			0	52
64	NOVARTIS AG - ADR	66987V109		2/11/2010	12/11/2011			492	0	484			0	8
65	ORACLE CORPORATION	68389X105		6/6/2011	12/11/2011			1,295	0	1,329			0	-34
66	PROCTER & GAMBLE CO	742718109		2/24/2011	6/15/2011			4,779	0	4,744			0	35
67	T ROWE PRICE SHORT TERM BD FD #577957P105			1/14/2011	6/6/2011			13,548	0	13,521			0	27
68	SPDR DJ WILSHIRE INTERNATIONAL R	878463X863		6/7/2011	10/11/2011			7,922	0	9,618			0	-1,696
69	SCHLUMBERGER LTD	806857108		2/14/2001	12/11/2011			749	0	328			0	421
70	TCW SMALL CAP GROWTH FUND-I	#47287234N849		11/16/2010	12/11/2011			3,507	0	3,437			0	70
71	TUX COS INC NEW	872540109		10/11/2011	12/11/2011			378	0	346			0	32
72	THERMO FISHER SCIENTIFIC INC	883556102		6/6/2011	12/11/2011			708	0	941			0	-233
73	3M CO	88579Y101		12/17/2010	10/11/2011			1,597	0	1,808			0	-211
74	3M CO	88579Y101		12/17/2010	12/11/2011			645	0	689			0	-44
75	UNITED PARCEL SERVICE-CL B	911312106		8/12/2011	12/11/2011			784	0	719			0	65
76	UNITEDHEALTH GROUP INC	91324P102		2/11/2010	12/11/2011			1,888	0	1,288			0	610
77	VANGUARD MSCI EMERGING MARKETS	922042858		12/13/2010	12/11/2011			1,348	0	1,578			0	-230
78	VANGUARD MSCI EMERGING MARKETS	922042858		11/12/2010	12/11/2011			4,575	0	5,289			0	-714
79	VANGUARD REIT VIPER	922908553		11/12/2010	6/6/2011			40,650	0	36,808			0	3,842
80	VANGUARD REIT VIPER	922908553		11/12/2010	10/11/2011			10,065	0	10,576			0	-511
81	VANGUARD REIT VIPER	922908553		11/12/2010	12/11/2011			7,073	0	6,907			0	166
82	VISA INC-CLASS A SHRS	92826C839		2/11/2010	10/11/2011			9,041	0	8,498			0	543
83	VODAFONE GROUP PLC NEW ADR	92857W209		2/11/2010	12/11/2011			843	0	679			0	164
84	COOPER INDUSTRIES PLC NEW IRELAND	G24140108		2/11/2010	3/17/2011			5,550	0	3,882			0	1,668
85	TARGET CORP	87612E106		2/11/2010	2/24/2011			2,872	0	2,717			0	155
86	TEVA PHARMACEUTICAL INDUSTRIES	881624209		6/6/2011	12/11/2011			766	0	955			0	-189

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	Wells Fargo Bank N A Trust T	X	PO Box 53456 MAC S4101-22G	Phoenix	AZ	85072-3456		TRUSTEE	4 00	24,721
2										
3										
4										
5										
6										
7										
8										
9										
10										

24,721

Part

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

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

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	5/10/2011	2	208
3 Second quarter estimated tax payment	6/9/2011	3	208
4 Third quarter estimated tax payment	9/8/2011	4	208
5 Fourth quarter estimated tax payment	12/9/2011	5	209
6 Other payments		6	0
7 Total		7	833

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2010 that remained undistributed at the beginning of the 2011 tax year	1	75,472
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	75,472

Security Category	Account #	CUSIP	Asset Name	Units	Fed Cost	FMV
Invest - Corp Bonds	70412400	87612EAH9	TARGET CORP 5 875% 3/01/12	50000	49931	50419.5
Invest - Corp Bonds	70412400	78387GAP8	SBC COMMUNICATIONS 5 100% 9/15/14	50000	44782.5	55072
Invest - Corp Bonds	70412400	073902PP7	BEAR STEARNS CO INC 5 350% 2/01/12	45000	45185.4	45153.9
Invest - Corp Stock	70412400	001055102	AFLAC INC	154	5993.02	6662.04
Invest - Corp Stock	70412400	002824100	ABBOTT LABS	200	10703.98	11246
Invest - Corp Stock	70412400	008252108	AFFILIATED MANAGERS GROUP, INC COM	106	10156.85	10170.7
Invest - Corp Stock	70412400	037411105	APACHE CORP	53	5288.94	4800.74
Invest - Corp Stock	70412400	037833100	APPLE INC	41	8161.05	16605
Invest - Corp Stock	70412400	057224107	BAKER HUGHES INC COM	146	6828.03	7101.44
Invest - Corp Stock	70412400	097023105	BOEING CO	91	6198.36	6674.85
Invest - Corp Stock	70412400	126650100	CVS/CAREMARK CORPORATION	260	7895.78	10602.8
Invest - Corp Stock	70412400	14040H105	CAPITAL ONE FINANCIAL CORP	131	4649.19	5539.99
Invest - Corp Stock	70412400	17275R102	CISCO SYSTEMS INC	428	7672.67	7738.24
Invest - Corp Stock	70412400	25243Q205	DIAGEO PLC - ADR	81	5188.83	7081.02
Invest - Corp Stock	70412400	254687106	WALT DISNEY CO	245	7507.99	9187.5
Invest - Corp Stock	70412400	268648102	E M C CORP MASS	273	6378.7	5880.42
Invest - Corp Stock	70412400	375558103	GILEAD SCIENCES INC	136	5298.41	5566.48
Invest - Corp Stock	70412400	428236103	HEWLETT PACKARD CO	186	9052.56	4791.36
Invest - Corp Stock	70412400	458140100	INTEL CORP	313	6738.89	7590.25
Invest - Corp Stock	70412400	478366107	JOHNSON CONTROLS INC	135	5448.62	4220.1
Invest - Corp Stock	70412400	594918104	MICROSOFT CORP	236	6645.5	6126.56
Invest - Corp Stock	70412400	641069406	NESTLE S.A. REGISTERED SHARES - ADR	133	6216.42	7675.43
Invest - Corp Stock	70412400	66987V109	NOVARTIS AG - ADR	96	5164.55	5488.32
Invest - Corp Stock	70412400	68389X105	ORACLE CORPORATION	249	7192.24	6386.85
Invest - Corp Stock	70412400	806857108	SCHLUMBERGER LTD	90	2951.1	6147.9
Invest - Corp Stock	70412400	872540109	TJX COS INC NEW	130	7500.64	8391.5
Invest - Corp Stock	70412400	881624209	TEVA PHARMACEUTICAL INDUSTRIES - ADR	176	9651.47	7103.36
Invest - Corp Stock	70412400	883556102	THERMO FISHER SCIENTIFIC INC	135	6916.57	6070.95
Invest - Corp Stock	70412400	907818108	UNION PACIFIC CORP	110	10139.7	11653.4
Invest - Corp Stock	70412400	38141G104	GOLDMAN SACHS GROUP INC	47	7385.08	4250.21
Invest - Corp Stock	70412400	911312106	UNITED PARCEL SERVICE-CL B	92	6010.02	6733.48
Invest - Corp Stock	70412400	87612E106	TARGET CORP	170	8464.36	8707.4
Invest - Corp Stock	70412400	91324P102	UNITEDHEALTH GROUP INC	161	5315.79	8159.48
Invest - Corp Stock	70412400	088606108	BHP BILLITON LIMITED - ADR	81	7315.76	5721.03
Invest - Corp Stock	70412400	46625H100	JPMORGAN CHASE & CO	252	9311.23	8379
Invest - Corp Stock	70412400	902973304	US BANCORP DEL NEW	275	7691.07	7438.75
Invest - Corp Stock	70412400	03524A108	ANHEUSER-BUSCH INBEV SPN ADR	179	9849.26	10917.21
Invest - Corp Stock	70412400	G24140108	COOPER INDUSTRIES PLC NEW IRELAND	85	3666.23	4602.75
Invest - Corp Stock	70412400	166764100	CHEVRON CORP	94	7992.75	10001.6

Invest - Corp Stock	70412400	88579Y101	3M CO	91	7836.44	7437.43
Invest - Corp Stock	70412400	084670702	BERKSHIRE HATHAWAY INC	104	8948.17	7935.2
Invest - Corp Stock	70412400	20825C104	CONOCOPHILLIPS	77	2832.06	5610.99
Invest - Corp Stock	70412400	20030N101	COMCAST CORP CLASS A	298	6105.74	7065.58
Invest - Corp Stock	70412400	150870103	CELANESE CORP	133	5897.43	5887.91
Invest - Corp Stock	70412400	92857W209	VODAFONE GROUP PLC NEW ADR	219	4793.91	6138.57
Invest - Other	70412400	04314H204	ARTISAN INTERNATIONAL FUND #661	5173.428	107345.1	102589.1
Invest - Other	70412400	256210105	DODGE & COX INCOME FD COM #147	2205.874	29500	29338.12
Invest - Other	70412400	589509108	MERGER FD SH BEN INT #260	2157	34382.58	33627.63
Invest - Other	70412400	693390700	PIMCO TOTAL RET FD-INST #35	2701.355	29500	29363.73
Invest - Other	70412400	693390882	PIMCO FOREIGN BD FD USD H-INST #103	2853.107	30300	30185.87
Invest - Other	70412400	77957P105	T ROWE PRICE SHORT TERM BD FD #55	304.42	1479.48	1464.26
Invest - Other	70412400	87234N849	TCW SMALL CAP GROWTH FUND-I #4724	1968.458	51644.32	51160.22
Invest - Other	70412400	51855Q655	LAUDUS MONDRIAN INTL FI-INST #2940	2488	29119.02	28811.04
Invest - Other	70412400	256206103	DODGE & COX INT'L STOCK FD #1048	3445.216	109600	100738.1
Invest - Other	70412400	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	4883.164	70047.81	64262.44
Invest - Other	70412400	339128100	JP MORGAN MID CAP VALUE-I #758	2231.232	46022.78	52991.76
Invest - Other	70412400	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	5294.346	68795.44	65808.72
Invest - Other	70412400	38142Y401	GOLDMAN SACHS GRTH OPP FD-I #1132	2248.64	50800.83	49649.97
Invest - Other	70412400	922908553	VANGUARD REIT VIPER	1223	66543.52	70934
Invest - Other	70412400	922042858	VANGUARD MSCI EMERGING MARKETS ETF	1667	67986.21	63696.07
Invest - Other	70412400	683974505	OPPENHEIMER DEVELOPING MKT-Y #788	2266.054	74508.86	65647.58
Invest - Other	70412400	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	2057	76268.16	65474.31
Invest - Other	70412400	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	3023	47854.09	51179.39
Invest - Other	70412400	76628T645	RIDGEWORTH SEIX HY BD-I #5855	8188.652	78015.35	77055.22
Invest - Other	70412400	22544R305	CREDIT SUISSE COMM RT ST-CO #2156	10160.38	89550.9	83111.89
Invest - Other	70412400	487300808	KEELEY SMALL CAP VAL FD CL I #2251	2227.85	49827.79	51998.02
					1639946	1631223

Cash	70412400				844.35	844.35
Savings & Temp Inv	70412400	VP0528308	FEDERATED TREAS OBL FD 68	36884.55	36884.55	36884.55
Savings & Temp Inv	70412400	VP0528308	FEDERATED TREAS OBL FD 68	1700.29	1700.29	1700.29
					39429.19	39429.19