

### 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



### HURRICANE SANDY EXTENDED DEADLINE

· 990-PF

**Return of Private Foundation** 

or Section 4947(a)(1) Nonexempt Charitable Trust

OMB No 1545-0052 2011

Treated as a Private Foundation Department of the Treasury Note The foundation may be able to use a copy of this return to satisfy state reporting requirements Internal Revenue Service

Fo	r cale	endar year 2011 or tax year beginning	, an	d ending				
Na	me of	foundation			A E	mployer identification nu	ımber	
Th	a Joh	n and Phyllis Groot Foundation			l	36-3924	778	
_		and street (or P O box number if mail is not delivered to street ad-	dress)	Room/suite	ВТ	elephone number (see inst	<del></del>	
Fο	ındat	tion Source 501 Silverside Rd		123	1	(800) 839-	-1754	
		wn, state, and ZIP code			C If s	exemption application is pe		
۱۸/i	ming	ton	DE 1	9809-1377	" "	oxompaon apphoaaon io pe	manig, oncok noro	• —
		<del></del>	I return of a former pu		D 1	Foreign organizations, che	eck here	►□
Ŭ	01.0		nded return	abile ename				- Ш
			e change			Foreign organizations med check here and attach cor	-	. ▶□
	Oha					check here and attach con	праватоп	- 🗀
		ck type of organization X Section 501(c)(3) exer				private foundation status w		. —
느		tion 4947(a)(1) nonexempt charitable trust C			un	der section 507(b)(1)(A), o	heck here	▶□
ı		market value of all assets at end   J Accounting r		Accrual		he foundation is in a 60-m		. —
		ear (from Part II, col (c),		-,	un	der section 507(b)(1)(B), o	heck here	▶⊔
		16) ▶ \$ 2,778,774 (Part I, column (c	i) must be on cash basis	5)	L		(d) Dishumon	
Pa	ırt I	Analysis of Revenue and Expenses (The total of	(a) Revenue and	(b) Net investm	ent	(c) Adjusted net	(d) Disbursem for charitab	
		amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )	expenses per books	income		ıncome	purposes	
	, ,		50010				(cash basis o	inly)
	1	Contributions, gifts, grants, etc , received (attach schedule)						
	2	Check ► X if the foundation is not required to attach Sch B					<del></del>	
	3	Interest on savings and temporary cash investments	53		53			
	4	Dividends and interest from securities	53,557	53	3,557			
		Gross rents						
ą		Net rental income or (loss)	52.057					
Revenue	Ι.	Net gain or (loss) from sale of assets not on line 10	53,257			!	<u> </u>	
Š	I _	Gross sales price for all assets on line 6a 2,167,348		30	0.650		-	
Ř	7	Capital gain net income (from Part IV, line 2)			,652			
	8	Net short-term capital gain Income modifications						
	1	Gross sales less returns and allowances			-	RECEIVE	<u> </u>	
		D Less Cost of goods sold	<del></del>		-	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	101	
Ď		Gross profit or (loss) (attach schedule)				n 1001 0 2 2	13   9	
))	11	Other income (attach schedule)	11,225	11	1,334			
	12	Total. Add lines 1 through 11	118,092		596	1 3 3 1		
	13	Compensation of officers, directors, trustees, etc	110,092	10-	+,390 \	OGDEN,	HUT !	
Expenses	14	Other employee salaries and wages					~	
ü	15	Pension plans, employee benefits						
ğ		Legal fees (attach schedule)						
_		Accounting fees (attach schedule)	•					
<u>×</u>		Other professional fees (attach schedule)	15,099	15	5,099			
at	17	Interest			,,,,,,			
St	18	Taxes (attach schedule) (see instructions)	2,102					
Ξ.	19	Depreciation (attach schedule) and depletion						
늄	20	Occupancy						
and Administrative	21	Travel, conferences, and meetings						
P	22	Printing and publications						
מ	23	Other expenses (attach schedule)	34,471	15	5,565		1	19,060
ij	24	Total operating and administrative expenses.						
ē		Add lines 13 through 23	51,672	30	0,664			19,060
Operating	25	Contributions, gifts, grants paid	350,000				35	50,000
0	26	Total expenses and disbursements Add lines 24 and 25	401,672	30	0,664		36	69,060
	27	Subtract line 26 from line 12						
	:	Excess of revenue over expenses and disbursements	-283,580				L	
		Net investment income (if negative, enter -0-)		73	3,932			
	(	C Adjusted net income (if negative, enter -0-)						

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2011)

(HTA)

Pa	rt II	Balance Sheets Attached schedules and amounts in the description column	Beginning of year	End o	of year
_ a		should be for end-of-year amounts only (See instructions )	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	174,749	259,155	259,155
	3	Accounts receivable			
		Less allowance for doubtful accounts			
	4	Pledges receivable ▶			j
		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			
Ś	8	Inventories for sale or use			
set	9	Prepaid expenses and deferred charges			
Assets	10 a	I Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	2,169,779	1,930,739	1,959,199
	c	Investments—corporate bonds (attach schedule)	447,000	300,101	294,463
	11	Investments—land, buildings, and equipment basis			
		Less accumulated depreciation (attach schedule)			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	247,866	265,819	265,957
	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)	3,039,394	2,755,814	2,778,774
	17	Accounts payable and accrued expenses			
	18	Grants payable			
<u>.e.</u>	19	Deferred revenue			
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
äb	21	Mortgages and other notes payable (attach schedule)	"	-	
	22	Other liabilities (describe )			
	23	Total liabilities (add lines 17 through 22)	0	0	
		Foundations that follow SFAS 117, check here			
es		and complete lines 24 through 26 and lines 30 and 31.			1
٤	24	Unrestricted .			
Balances	25				
	26	Temporarily restricted  Permanently restricted			
Б	20				1
Fun		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
ō	27	Capital stock, trust principal, or current funds			i
Net Assets or	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
Se	29	Retained earnings, accumulated income, endowment, or other funds	3,039,394	2,755,814	1
As	30	Total net assets or fund balances (see instructions)	3,039,394	2,755,814	
er'	31	Total liabilities and net assets/fund balances (see	0,000,004		
Z	•	instructions)	3,039,394	2,755,814	
Pa	t III	Analysis of Changes in Net Assets or Fund Balances	0,000,004	2,700,014	
		net assets or fund balances at beginning of year—Part II, column (a), line	30 (must agree with		
•		f-year figure reported on prior year's return)	(	1	3,039,394
2		amount from Part I, line 27a		2	-283,580
		increases not included in line 2 (itemize)		3	200,000
		nes 1, 2, and 3		4	2,755,814
		eases not included in line 2 (itemize)		5	=,, 00,0,14
		net assets or fund balances at end of year (line 4 minus line 5)—Part II, co	olumn (b), line 30	6	2 755 914
		The state of the s	\-,, 30		2,755,814

Part IV Capital Gains an	d Losses for Tax on Inve	estme	ent Incor	ne			002417059 0
(a) List and describe the	kind(s) of property sold (e.g., real es se, or common stock, 200 shs MLC C	tate,	<u>-</u>	(b) How acquired P—Purchase D—Donation	(c) Date (mo , d	-	(d) Date sold (mo , day, yr )
1a Publicly-traded Securities			_				
<b>b</b> Passthrough K1 Capital Gai	<u>n</u>						
С							
d							
<u>e</u>		ı					
(e) Gross sales price	(f) Depreciation allowed (or allowable)			r other basis ense of sale			or (loss) ) minus (g)
<u>a</u> 2,167,348		<u></u>		2,136,230			31,118
b					-		8,534
<u>c</u>							
d		ļ					
e		<u></u>		10101100			
(i) F M V as of 12/31/69	ing gain in column (h) and owne (j) Adjusted basis as of 12/31/69	a by th	(k) Exces	ss of col (ı)		(k), but not	(h) gain minus less than -0-) or
	as of 12/31/69		over co	(j), if any		Losses (fr	om col (h))
<u>a</u>		-					31,118
<u>b</u>							8,534
d d		ļ		-			
e							<del></del>
	[ If gain a	also e	nter in Pa	rt Lline 7 )			
2 Capital gain net income or (			:-0- ın Pai		2		39,652
3 Net short-term capital gain of f gain, also enter in Part I, I in Part I, line 8		ıs 122	2(5) and	(6)			
Part V Qualification Und	or Section 4940(a) for Pa	oduce	od Tay o	n Not Invectme	3		
(For optional use by domestic p	private foundations subject to	tne se	ection 494	iu(a) tax on net ir	ivestment	income )	
If section 4940(d)(2) applies, le	ave this part blank						
Was the foundation liable for the If "Yes," the foundation does not be a second to the					the base p	period?	Yes X No
	ount in each column for each				making a	nv entries	
(a)		year,	300 1110 111	_	making a	Ty Chines	(d)
Base period years	(b) Adjusted qualifying distribution	ons	Net value	(c) of nonchantable-use a	ssets		ribution ratio
Calendar year (or tax year beginning ii	1)					(col (b) d	livided by col (c))
2010		<u>4,887</u> 6,432		3,262 3,179			0 108765 0 124689
2008		0,437		4,273			0 112422
2007		0,591		5,162			0 120213
2006		0,904		4,956			0 056675
		0,001	<del> </del>	1,000	,,120		0 000010
2 Total of line 1, column (d)					2		0 522764
3 Average distribution ratio fo	r the 5-vear base period—div	vide th	ne total on	line 2 by 5, or by			<u> </u>
	indation has been in existence				3		0 104553
·				•			
4 Enter the net value of nonc	haritable-use assets for 2011	from	Part X, lır	ne 5	4		3,101,156
5 Multiply line 4 by line 3					5		324,235
6 Enter 1% of net investment	income (1% of Part I, line 27	'b)			6		739
7 Add lines 5 and 6					7		324,974
8 Enter qualifying distribution	s from Part XII. line 4				8		369,060
	er than line 7, check the box i	n Parl	t VI, line 1	b, and complete		sing a 1%	

The John and Phylis Groot Foundation  36.3924778 Page 4  Page 1  Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), or 4948—see instructions)  1 a Exempt operating foundations described in section 4940(d)(2), check here ▶ □ and enter "N/A" on tine 1  Date of fulling or determination letter  Date of fulling or determination letter  Date of fulling or determination letter  All other domains that meet the section 4940(e) requirements in Part V, check here ▶ □ ② and enter "N/A" on tine 1  Domestic Gundations that meet the section 4940(e) requirements in Part V, check here ▶ □ ② and enter "N/A" on tine 1  Domestic Gundations that meet the section 4940(e) requirements in Part V, check here ▶ □ ② and enter "N/A" on tine 1  1 739  All districtions of the 275 of the 27b Exempt foreign organizations enter 4% of Part I, line 12, cot (0)  2 1 Tax under section 911 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)  3 Add lines 1 and 2  3 201 certains and 2 2010 overpayment of estimated that 5 and 1 and 2010 overpayment credited to 2011  5 Tax based on investment Income. Subtract line 4 from line 3 il zero or less, enter -0-  C redistripayments  2 201 certains and 2010 overpayment or destinated at source  6 B □ ○ ○ ○ ○ ○ ○ ○ ○ ○ ○ ○ ○ ○ ○ ○ ○ ○ ○	Eoro	990-PE (2011) The John and Phyllip Creet Foundation	04770	_	A
1 a Exempt operating foundations described in section 4940(d)(2), check here ▶ □ and enter "N/A" on line 1 Date of fulling or determination letter  Date of fulling or determination letter  Domestic foundations that meet the section 4940(e) requirements in Part V, check nere  ▶ ∑ and enter 1% of Part I, ine 27b  All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 27b  All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 27b  All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 27b  All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)  Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)  Add lines 1 and 2  Authority of the company of t		The defin drid i Tyme dreet i duridation			age 4
Date of ruling or determination letter  D Commission (and allow that meet the section 4940(e) requirements in Part V, check here				<u>,                                     </u>	
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ■ ∑all and enter 15% of Part I, line 270 c All other domestic foundations enter 2% of line 270 Exempt foreign organizations enter 4% of Part I, line 120. (b) 1 Part VIII of 12, col (b) 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 3 3 739 Add lines 1 and 2 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3 if zero or less, enter -0-) 5 Tax based on investment and 2010 overpayment credited to 2011 6 Exempt foreign organizations—tax withheld at source 6 Tax paid with application for extension of time to file (Form 8868) 6 Expendition of extension of time to file (Form 8868) 6 Expendition of extension of time to file (Form 8868) 6 Expendition of extension of time to file (Form 8868) 6 Expendition of extension of time to file (Form 8868) 6 Expendition of extension of time to file (Form 8868) 7 Totalic credits and payments. Add lines 5s at rough 6 8 Enter any penalty for underspayment of estimated tax. Check here					
here ► M and enter 1% of Part I, line 27b	b			739	
of Part I, line 12, cot (b)  2					
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 3 Add lines 1 and 2 4 Subbitle 4 (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax due of the substance of the substan	C	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4%			
3 Add lines 1 and 2 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based with application for extension of time to file (Form 8868) 6 Backup withholding erroneously withheld 7 Total credits and payments Add lines 6a through 6d 8 Citer any penalty for underpayment of estimated tax Check here for a continuous of the continuous or an incompanie of the state of the		of Part I, line 12, col (b)			
4 Subtitle A (income) tax (domestic section 4947(a)(1) frusts and taxable foundations only Others enter -0-) 5 Tax based on Investment income. Subtract line 4 from line 3 if zero or less, enter -0- 6 Credits/Payments a 2011 estimated tax payments and 2010 overpayment credited to 2011 b Exempt foreign organizations—Lax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld Total credits and payments Add lines 5a through 6d 8 Enter any penalty for underpayment of estimated tax Check here Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed Tax due. If the total of lines 5 and 8 is more than the total of lines 5 and 8, enter the amount owed Tax due. If the total of lines 5 and 8 is more than the total of lines 5 and 8, enter the amount owerpaid Tenter the amount of line 10 to be Credited to 2012 estimated tax Tenter the amount of line 10 to be Credited to 2012 estimated tax Tenter the amount of line 10 to be Credited to 2012 estimated tax Tenter to the control of the control of the control of the activities Tenter the amount of line 10 to be Credited to 2012 estimated tax Tenter to the control of the control of the activities Tenter the amount of line 10 to be Credited to 2012 estimated tax Tenter to the control of the control of the activities and copies of any materials published or distributed by the foundation in connection with the activities and copies of any materials published or distributed by the foundation in connection with the activities Tenter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ Tenter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ Tenter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ That the foundation has provided to the RS, in its governi	2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		0	
5 Tax based on investment income. Subtract line 4 from line 3 if zero or less, enter -0.  5 Tay and with a substantial tax payments and 2010 overpayment credited to 2011  b Exempt foreign organizations—lax withheld at source  c Tax paid with application for extension of time to file (From 8868)  d Backup withholding erroneously withheld  7 Total credits and payments. Add lines 5a through 68  Enter any penalty for underpayment of estimated tax. Check here	3	Add lines 1 and 2		739	
6 Credits/Payments a 2011 estimated tax payments and 2010 overpayment credited to 2011 b Exempt foreign organizations—lax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld fold Total credits and payments. Add lines 8a through 8d Enter any penalty for underpayment of estimated tax. Check here Enter any penalty for underpayment of seitimated tax. Check here Enter any penalty for underpayment of seitimated tax. Check here Enter any penalty for underpayment of seitimated tax. Check here Enter any penalty for underpayment of seitimated tax. Check here Enter the amount of line 10 to be Credited to 2012 estimated tax. Enter the amount of word of the seitimated tax. Enter the amount of the 10 to be Credited to 2012 estimated tax. Enter the amount of the 10 to be Credited to 2012 estimated tax.  1,882 Refunded 110 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid Enter the amount of line 10 to be Credited to 2012 estimated tax.  1,882 Refunded 110 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid Enter the amount of line 10 to be Credited to 2012 estimated tax.  1,882 Refunded 110 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid  101 Outpright the 101 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount of line 101 Overpayment. If line 7 is more than 110 Overpayment. If line 7 is more	4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
a 2011 estimated tax payments and 2010 overpayment credited to 2011 b Exempt foreign organizations—tax withheld at source C Tax paid with application for extension of time to file (Form 8968) d Backup withholding erroneously withheld T Total credits and payments Add lines 8a through 6d Enter any penalty for underpayment of estimated tax. Check here  it form 2220 is attached T Total credits and payments Add lines 5 and 8 is more than line 7, enter amount owed T Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed T Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed T Tax with a Statements Regarding Activities T I Enter the amount of line 10 to be Credited to 2012 estimated tax  I Enter the amount of line 10 to be Credited to 2012 estimated tax  I Enter the amount of line 10 to be Credited to 2012 estimated tax  I Enter the amount of line 10 to be Credited to 2012 estimated tax  I Enter the amount of line 10 to be Credited to 2012 estimated tax  I Enter the amount of line 10 to be Credited to 2012 estimated tax  I Enter the amount of line 10 to be Credited to 2012 estimated tax  I Enter the amount of line 10 to be Credited to 2012 estimated tax  I Enter the amount of line 10 to be Credited to 2012 estimated tax  I Enter the amount of line 10 to be Credited to 2012 estimated tax  I Enter the amount of line 10 to be Credited to 2012 estimated tax  I Enter the amount of line 10 to be Credited to 2012 estimated tax  I Enter the amount of line 10 to be Credited to 2012 estimated tax  I Enter the amount of line 10 to be Credited to 2012 estimated tax  I Enter the amount of line 10 to the foundation in connection with the activities and copies of any materials published or distinbuted by the foundation of either directly or indirectly of political purposes (see page 19 of the instructions of the activities and copies of any materials published or distinbuted by the foundation in connection with the activities and copies of any materials published or distinbuted by the	5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		739	
b Exempt foreign organizations—tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld d Total credits and payments. Add lines 6a through 6d Enter any penalty for underpayment of estimated tax. Check here Enter any penalty for underpayment of estimated tax. Check here Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed Tax due. If the organization of the 10 lines 5 and 8 is more than line 7, enter amount owed Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed Tax due. If the contain the foundation 2012 estimated tax.  In the case of the foundation 10 to be Credited to 2012 estimated tax.  In the case of the foundation of the 10 lines 5 and 8, enter the amount overpaid Tax due. If the amount of line 10 lines 5 and 8, enter the amount overpaid Tax due. If the foundation of the foundation and profit due to 2012 estimated tax.  In the case of the foundation of the section of the activities of the foundation of the activities of the activities of the foundation of the activities of the activities of the foundation of the activities of the activities of the foundation of the activities of foundatio	6	Credits/Payments			
c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withhold Total credits and payments Add lines 6a through 6d Enter any penalty for underpayment of estimated tax. Check here	а	2011 estimated tax payments and 2010 overpayment credited to 2011 6a 2,421			
d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 64 8 Enter any penalty for underpayment of estimated tax. Check here	t	Exempt foreign organizations—tax withheld at source 6b			
Total credits and payments. Add lines 6a through 64 8 Enter any penalty for underpayment of estimated tax. Check here	c	Tax paid with application for extension of time to file (Form 8868)			
Total credits and payments. Add lines 6a through 64 Enter any penalty for underpayment of estimated tax. Check here	c	Backup withholding erroneously withheld			
Be Enter any penalty for underpayment of estimated tax. Check here   X   fForm 2220 is attached   Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed   Tax due. If the total of lines 5 and 8 is more than the total of lines 5 and 8, enter the amount overpaid   Tax due. If the total of lines 5 and 8, enter the amount overpaid   Tax due. If the total of lines 5 and 8, enter the amount overpaid   Tax due. If the total of lines 5 and 8, enter the amount overpaid   Tax due in the total of lines 5 and 8, enter the amount overpaid   Tax due in the foundation of the 10 to be Credited to 2012 estimated tax   Tax due in the total of lines 5 and 8, enter the amount overpaid   Tax due in the foundation of the 10 to be Credited to 2012 estimated tax   Tax due in the foundation of the 11 to 0   Tax due in the foundation of the 10 to			2	.421	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed  Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid  Enter the amount of line 10 to be Credited to 2012 estimated tax  1,682  Refunde  11	8				
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to be Credited to 2012 estimated tax ▶ 1,682 12 Enter the amount of line 10 to be Credited to 2012 estimated tax ▶ 1,682 13 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? 14 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? 15 Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? 16 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 16 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year 17 On foundation managers ▶ \$ 2 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? 2 X If "Yes," attach a detailed description of the activities 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 A 4 Did the foundation have unrelated business gross income of \$1,000 or more during the year? 16 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either  a Bylanguage in the governing instrument, or  Bylanguage in the governing instrument, or  Bylanguage in the governing instrument in the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?  Did the fo	9			0	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax    1,682	10	<del>la de la composição de la</del>		.682	
Part VII-A Statements Regarding Activities  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?  1 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)?  1 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 and copies of any materials published or distributed by the foundation members of the activities and copies of any materials published or distributed by the foundation members of the activities and copies of any materials published or distributed by the foundation members of the activities and copies of any materials published or distributed by the foundation members of the activities and foundation managers ▶ \$  2 that the foundation in the sequence of the sequence of the foundation managers ▶ \$  2 that the foundation engaged in any activities that have not previously been reported to the IRS?  2 If "Yes," attach a detailed description of the activities of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes  3 that the foundation have unrelated business gross income of \$1,000 or more during the year?  4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  5 the "Yes," has if filed a tax return on Form 990-T for this year?  4 b If "Yes," has if filed a tax return on Form 990-T for this year?  5 the state of the changes  4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  5 the state of the changes  5 the foundation have unrelated business gross income of \$1,000 or more during the year?  5 the state of the changes  5 the foundation have are liquid by General Instruction T  6 Are the requirements of section 508(e) (relating to	11				
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?  b Did it spend more than \$100 during the year (either directly) 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 and copies of any materials published or distributed by the foundation in connection with the activities and copies of any materials published or distributed by the foundation in connection with the activities c Did the foundation If Form 1120-POL for this year?  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  Has the foundation and 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  4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either  9 by language in the governing instrument, or  9 by state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrume	Pa				
participate or intervene in any political campaign?  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  c Did the foundation file Form 1120-PDL for this year?  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 \$\\$\$\$  Has the foundation managers of the activities  Has the foundation made any changes, not previously been reported to the IRS?  If "Yes," attach a detailed description of the activities  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  4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  b if "Yes," has it filed a tax return on Form 990-T for this year?  4 b Y  Was there a liquidation, termination, dissolution, or substantial contraction during the year?  If "Yes," attach the statement required by General Instruction T  Are the requirements of section \$08(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 so that no mandatory directions that conflict with the state law remain in the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument so that no mandatory directions that co				Yes	No
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  C Did the foundation file Form 1120-POL for this year?  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  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  4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  If "Yes," attach the statement required by General Instruction T  Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either  By state legislation that effectively amends the governing instrument?  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  8 a Enter the states to which the foundation reports or with which it is registered (see instructions)  L  bif 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  9 Is the foundation claiming status as a private operating foundation within the meaning of sectio	1 6		12		
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  c Did the foundation file Form 1120-POL for this year?  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  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  4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  b if "Yes," has it filed a tax return on Form 990-T for this year?  b if "Yes," attach the statement required by General instruction T  Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either  b By language in the governing instrument, or  b By state legislation that effectively amends the governing instruments or that no mandatory directions that conflict with the state law remain in the governing instruments or that no mandatory directions that conflict with the state law remain in the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?  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  8 a E			Ia		<del>  ^-</del>
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?  d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year  (1) On the foundation ▶\$			146		v
c Did the foundation file Form 1120-POL for this year?  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  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  4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  b if "Yes," has it filed a tax return on Form 990-T for this year?  If "Yes," attach the statement required by General instruction T  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?  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  8 a Enter the states to which the foundation reports or with which it is registered (see instructions)  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)		,	10		-
c Did the foundation file Form 1120-POL for this year?  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  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  4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  5 Was there 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?  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  8 a Enter the states to which 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  9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)		·			
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  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  4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  5 If "Yes," has it filed a tax return on Form 990-T for this year?  5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  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?  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  8 a Enter the states to which the foundation reports or with which it is registered (see instructions)  ■ Lil  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)	,	·	10		V
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?  2 If "Yes," attach a detailed description of the activities  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  4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either  8 By language in the governing instrument, or  9 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?  5 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  8 a Enter the states to which the foundation reports or with which it is registered (see instructions)  9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)		•	10		^-
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?  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  4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either  8 By language in the governing instrument, or  8 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?  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  8 a Enter the states to which the foundation reports or with which it is registered (see instructions)    Lil.   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	•				
on foundation managers ▶ \$  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  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  4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  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?  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  8 a Enter the states to which the foundation reports or with which it is registered (see instructions)  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)					
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  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  4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  5 b if "Yes," has it filed a tax return on Form 990-T for this year?  5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  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?  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  8 a Enter the states to which the foundation reports or with which it is registered (see instructions)  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  8 b X  9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)	•				]
If "Yes," attach a detailed description of the activities  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  A a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  B if "Yes," has it filed a tax return on Form 990-T for this year?  Was there a liquidation, termination, dissolution, or substantial contraction during the year?  If "Yes," attach the statement required by General Instruction T  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?  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  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  It is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)	2		2		X
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  4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  4 b X  5 b If "Yes," has it filed a tax return on Form 990-T for this year?  5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either  8 by language in the governing instrument, or  8 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?  7 Did the foundation have at least \$5,000 in assets at any time during the year? "Yes," complete Part II, col (c), and Part XV  8 a Enter the states to which the foundation reports or with which it is registered (see instructions)  1 L  1 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  9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)	_		\ <u>-</u>		^
of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes  4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  5 b if "Yes," has it filed a tax return on Form 990-T for this year?  5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either  8 By language in the governing instrument, or  8 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?  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  8 a Enter the states to which the foundation reports or with which it is registered (see instructions)  IL  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  9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)	3	·			
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  b if "Yes," has it filed a tax return on Form 990-T for this year?  Was there a liquidation, termination, dissolution, or substantial contraction during the year?  If "Yes," attach the statement required by General Instruction T  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?  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  a Enter the states to which the foundation reports or with which it is registered (see instructions)  L  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  b Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)	•		3		X
b if "Yes," has it filed a tax return on Form 990-T for this year?  Was there a liquidation, termination, dissolution, or substantial contraction during the year?  If "Yes," attach the statement required by General Instruction T  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?  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  a Enter the states to which the foundation reports or with which it is registered (see instructions)  IL  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  1 b	4 =			Y	<u> </u>
Was there a liquidation, termination, dissolution, or substantial contraction during the year?  If "Yes," attach the statement required by General Instruction T  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?  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  a Enter the states to which the foundation reports or with which it is registered (see instructions)  IL  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  Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)					
If "Yes," attach the statement required by General Instruction T  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?  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  8 a Enter the states to which the foundation reports or with which it is registered (see instructions)  □ L  □ 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  9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)	_	•			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?  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  8 a Enter the states to which the foundation reports or with which it is registered (see instructions)  □ L  □ 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  9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)		•	<u> </u>		_^
<ul> <li>By language in the governing instrument, or</li> <li>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?</li> <li>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</li> <li>B a Enter the states to which the foundation reports or with which it is registered (see instructions)</li> <li>IL</li> <li>b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney</li> <li>General (or designate) of each state as required by General Instruction G? If "No," attach explanation</li> <li>8b X</li> <li>9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)</li> </ul>	6	· · ·	l		
<ul> <li>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?</li> <li>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</li> <li>B a Enter the states to which the foundation reports or with which it is registered (see instructions)</li> <li>IL</li> <li>b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney</li> <li>General (or designate) of each state as required by General Instruction G? If "No," attach explanation</li> <li>Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)</li> </ul>	•		İ		
that conflict with the state law remain in the governing instrument? .  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  8 a Enter the states to which the foundation reports or with which it is registered (see instructions)    L					
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  8 a Enter the states to which the foundation reports or with which it is registered (see instructions)  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  9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)			- R	×	<sup>-</sup>
8 a Enter the states to which the foundation reports or with which it is registered (see instructions)    IL   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  9   Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)	7		_		$\vdash$
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  1			<del>  '-</del>	<del>  ^-</del>	
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)	0 6				
General (or designate) of each state as required by General Instruction G? If "No," attach explanation  9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)	L				;
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)			2h	- <del>-</del> -	
	a		00	┝	-
	•				

complete Part XIV

their names and addresses

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing

Form	990-PF (2011) The John and Phyllis Groot Foundation 36-392	<u>4778</u>	P	age <b>5</b>
Par	t 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		Х
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	Х	
	Website address			
14	The books are in care of ► Foundation Source  Located at ► 501 Silverside Road, Suite 123 Wilmington DE  ZIP+4 ► 19809-1377		) 839-	1754
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here		<b></b>	• 🗀
	and enter the amount of tax-exempt interest received or accrued during the year			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority	.	Yes	No
	over a bank, securities, or other financial account in a foreign country?	16		<u>X</u>
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of			İ
	the foreign country	l		
Pa	rt 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.	<u> </u>	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 X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  Yes X No			
				.
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			. [
	(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)?		ì	
	(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.)			İ
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations			į
~	section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here	1.2	1 1 1	
С	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))			
а	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?			
	If "Yes," list the years 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	
С	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here			
_	20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business			
<b>L</b>	enterprise at any time during the year?  Yes X 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 leopardy before the first day of the tay year beginning in 20112	4h		

Forn	990-PF (2011) The John and Phyllis Groot F	ound	dation				3	36-392	4778	F	age 6
Pa	t VII-B Statements Regarding Activit			n 47	20 May Be R	equired (					
	During the year did the foundation pay or incur an										
	(1) Carry on propaganda, or otherwise attempt	-		sect	ion 4945(e))?		Yes X	No			
	(2) Influence the outcome of any specific public	elect	ion (see section 49	955).	, or to carry						
	on, directly or indirectly, any voter registration	n driv	/e?				Yes X	No			
	(3) Provide a grant to an individual for travel, st	udv c	or other similar pur	nose	es?		Yes X	No		•	*
	(4) Provide a grant to an organization other tha	-	•					٠, ١,٠٠			
	in section 509(a)(1), (2), or (3), or section 49		-				Yes X	No			
	(5) Provide for any purpose other than religious			•				J			ĺ
	educational purposes, or for the prevention				•		Yes X	No			ŀ
b	If any answer is "Yes" to 5a(1)–(5), did any of the		-			ns describe					
-	Regulations section 53 4945 or in a current notice								5b	N/A	
	Organizations relying on a current notice regarding	_	_		,	110)	▶□	7 l			
c	If the answer is "Yes" to question 5a(4), does the	~						_			
•	tax because it maintained expenditure responsibil		•	1011	nom arc		Yes	ο No			
	If "Yes," attach the statement required by Regulat	•	_	(d)							
6a	Did the foundation, during the year, receive any fu				nav						
Ju	premiums on a personal benefit contract?	iiido,	directly of indirecti	<b>y</b> , 10	pay		Yes X	No			
h	Did the foundation, during the year, pay premium	dire	ctly or indirectly o	naı	nersonal henefit (	contract?		J .40	6b		X
	If "Yes" to 6b, file Form 8870	, unc	ony or maneony, o	11 u j	personal benefit	DOTHI GOL*					- î
7a	At any time during the tax year, was the foundation	n a n	arty to a prohibited	tax	shelter transaction	nn?	Yes X	No			
	If "Yes," did the foundation receive any proceeds						ت ۱۹۹۰		7b	N/A	
	art VIII Information About Officers						s Highly Pai	id Em			
	and Contractors	,	ootoro, rraoto	,00,	· oundation	.vianagoi	o, mgm, a		p.0,	000,	
1	List all officers, directors, trustees, found	atio	n managers and	the	eir compensat	ion (see ir	nstructions).				
<u> </u>			Title, and average	(0	) Compensation		entributions to	(a)	Evnen	se acco	unt
	(a) Name and address		hours per week evoted to position	(11	f not paid, enter -0-)		ee benefit plans ed compensation		•	owance	
SE	ATTACHMENT	<del>  </del>	ovoted to posicion		<u> </u>	una doron	od domponoduon				
	<u>.                                    </u>						<u> </u>				
							==	J			
2	Compensation of five highest-paid emploenter "NONE."	yees	(other than the	ose	included on li	ne 1—see	instructions).	. If non	e,		
			(b) Title, and avera	ige			Contributions to	(0)	Evec	se acco	urnt —
(a	Name and address of each employee paid more than \$50	0,000	hours per week		(c) Compensation		nployee benefit ns and deferred			owance	
			devoted to position	on			compensation				
ΝO	<u> </u>										
				00				-			
	•••••										
			<del>                                     </del>	00				+			
				ام							
			1	00				+			
				00							
				00		<del>-  </del>		+	-		
				00							
Tot	al number of other employees paid over \$50	000		50			<b></b>	<b>†</b>		<u> </u>	
				_				Fo	rm 99	0-PF	(2011)
								. •		•	\ · · /

The John and Phyllis Groot Foundation		36-3924778 Page /
Part VIII Information About Officers, Directors, Trustees, Fou and Contractors (continued)	ndation Managers, Highly Paid	l Employees,
3 Five highest-paid independent contractors for professional services (see inst	tructions) If none enter "NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE	(a) type or service	(e) compensation
Total number of others receiving over \$50,000 for professional services	<b>&gt;</b>	
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct chantable activities during the tax year. Include relevant statis the number of organizations and other beneficiaries served, conferences convened, research papers		Expenses
1		
2		
3		
4		
Part IX-B Summary of Program-Related Investments (see instr	uctions)	
Describe the two largest program-related investments made by the foundation during the tax year on		Amount
1		
2		
All other program-related investments. See instructions	-	
3		
Total Add lines 1 through 3	<b>&gt;</b>	0

Pa	Minimum Investment Return (All domestic foundations must complete this part. Foreign	founda	tions,
	see instructions.)		
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc.,		
	purposes		
а	Average monthly fair market value of securities	1a	2,700,709
b	Average of monthly cash balances	1b	181,716
С	Fair market value of all other assets (see instructions)	1c	265,957
d	Total (add lines 1a, b, and c)	1d	3,148,382
е	Reduction claimed for blockage or other factors reported on lines 1a and	5, 4,	
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,148,382
4	Cash deemed held for chantable activities Enter 1 ½ % of line 3 (for greater amount, see		
	instructions)	4	47,226
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,10 <u>1,156</u>
6	Minimum investment return. Enter 5% of line 5	6	155,058
Pai	t 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	155,058
2a	Tax on investment income for 2011 from Part VI, line 5		
b	Income tax for 2011 (This does not include the tax from Part VI)	3 5 5	
C	Add lines 2a and 2b	2c	1,067
3	Distributable amount before adjustments Subtract line 2c from line 1	3	153,991
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	153,991
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	153,991
Par	Qualifying Distributions (see instructions)		
<del>-</del>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
' a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	369,060
b	Program-related investments—total from Part IX-B	1b	<u> </u>
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc.,		<u></u>
-	purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
а	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	369,060
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		000,000
•	income Enter 1% of Part I, line 27b (see instructions)	5	739
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	368,321
•	<b>Note.</b> The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the four		000,021
	qualifies for the section 4940(e) reduction of tax in those years	Julion	

Part	XIII Undistributed Incom	ie (see instructions)				
1	Distributable amount for 2011 fro	om Part XI,	(a) Corpus	(b) Years prior to 2010	(c) 2010	( <b>d</b> ) 2011
_	line 7	·			·	153,991
2	Undistributed income, if any, as	of the end of 2011	İ			
а	Enter amount for 2010 only				0	
b	· · · · · · · · · · · · · · · · · · ·			0		
3	Excess distributions carryover, if	=		1		
a	From 2006	43,170				
b	From 2007	271,687				
С	From 2008	269,211				i
d	From 2009	238,860				
е	From 2010	193,687				
f	Total of lines 3a through e		1,016,615			
4	Qualifying distributions for 2011					
		<u>869,060</u>				
a	Applied to 2010, but not more th				0	
b	11					
	(Election required—see instruction	· · · · · · · · · · · · · · · · · · ·		0		
С		orpus (Election				
	required—see instructions)	-				
d	Applied to 2011 distributable am		212.222			153,991
е –	<b>3</b>	·	215,069			
5	Excess distributions carryover a	·	0			0
	(If an amount appears in column same amount must be shown in		·			
6	Enter the net total of each coll indicated below:	ımn as				
а	Corpus Add lines 3f, 4c, and 4e	Subtract line 5	1,231,684			
b	Prior years' undistributed income	Subtract		-		
	line 4b from line 2b			o		
C	Enter the amount of prior years'	undistributed				
	income for which a notice of defi	ciency has				
	been issued, or on which the see	ction 4942(a)				
	tax has been previously assesse	ed				
d	Subtract line 6c from line 6b Ta	xable				
	amount—see instructions			0		
е	Undistributed income for 2010 S	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 a	amount must				
	be distributed in 2012					0
7	Amounts treated as distributions	out of				
	corpus to satisfy requirements in	nposed by				
	section 170(b)(1)(F) or 4942(g)(3	3) (see instructions)				
8	Excess distributions carryover fr	om 2006				
	not applied on line 5 or line 7 (se	ee instructions)	43,170			
9	Excess distributions carryove	r to 2012.				İ
	Subtract lines 7 and 8 from line	6a	1,188,514			
10	Analysis of line 9					
а	Excess from 2007	271,687				
b	Excess from 2008	269,211				
C	Excess from 2009	238,860				
d	Excess from 2010	193,687				
е	Excess from 2011	215,069				

	1990-PF (2011) The John and Phyllis Groot F				36-3924	
	t XIV Private Operating Foundations (s			uestion 9)		N/A
1 a	If the foundation has received a ruling or determination foundation, and the ruling is effective for 2011, enter			<b>•</b>		
b	Check box to indicate whether the foundation is a p	private operating for	ındatıon described ı	n section	4942(j)(3) or	4942(J)(5)
2 a	Enter the lesser of the adjusted net	Tax year		Prior 3 years		<del></del>
	income from Part I or the minimum investment return from Part X for each	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
	year listed	0				0
b	85% of line 2a	0	0	0	o	0
	Qualifying distributions from Part XII, line 4 for each year listed	0				0
d	Amounts included in line 2c not used directly for active conduct of exempt activities					0
е	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 a	Complete 3a, b, or c for the alternative test relied upon "Assets" alternative test—enter					
	(1) Value of all assets					0
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
c	"Support" alternative test—enter	0				
J	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)	i				0
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
	(3) Largest amount of support from an exempt organization					0
	(4) Gross investment income					0
Pa	rt XV Supplementary Information (Cor	nplete this part	only if the fou	ndation had \$5,	000 or more in	
	assets at any time during the ye	ar—see instruc	tions.)			
1	Information Regarding Foundation Manag	ers:				
	List any managers of the foundation who have conbefore the close of any tax year (but only if they have				the foundation	
<u>ио</u>	NE List any managers of the foundation who own 10%	or more of the sta-	k of a corneration (	or an equally large =	ortion of the	
	ownership of a partnership or other entity) of which				ortion of the	
<u>NO</u> 2	N⊑ Information Regarding Contribution, Gran	t Gift Loon Soh	olarchin etc. De	ourame:	_	_
_	Check here $\blacktriangleright X$ if the foundation only makes unsolicited requests for funds. If the foundation may other conditions, complete items 2a, b, c, and d	contributions to pre	selected charitable	organizations and de		
а	The name, address, and telephone number of the	person to whom app	olications should be	addressed		
b	The form in which applications should be submitted	d and information ar	nd materials they sh	ould include		
С	Any submission deadlines	· <del></del>				<del>-</del>
d	Any restrictions or limitations on awards, such as t factors	by geographical area	as, charitable fields,	kınds of institutions,	or other	

36-3924778

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

Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or	
	any foundation manager	status of recipient	contribution	Amount
Name and address (home or business)	or substantial contributor			
a Paid during the year ACTIVE WATER	N/A	500(0)(1)	General & Unrestricted	E 000
PO BOX 308	19/4	509(a)(1)	General & Onlestricted	5,000
PORTAGE MI 49081				
ALL GODS CHILDREN LTD	N/A	509(a)(1)	General & Unrestricted	500
P O BOX 5909	17/0	309(a)(1)	General & Onlestricted	300
VILLA PARK IL 60181				
B E D S INC	N/A	509(a)(1)	General & Unrestricted	3,000
PO BOX 2035	17/0	003(4)(1)	General & Onleganoted	5,000
LA GRANGE IL 60525				
BETHANY CHRISTIAN SERVICES OF ILLINOIS	N/A	509(a)(1)	Safe Families Program	1,000
6600 W COLLEGE DR, STE 207		000(4)(1)	Care i animos i regiani	1,000
PALOS HEIGHTS IL 60463				
BETHSHAN ASSOCIATION	N/A	509(a)(1)	General & Unrestricted	5,000
12927 S MONITOR AVE	1377	000(0)(1)	Johnston a om occinica	0,000
PALOS HEIGHTS IL 60463				
CALVIN CHRISTIAN REFORMED CHURCH	N/A	509(a)(1)	Benevolence Fund	10,000
10056 CENTRAL AVE	'*"	000(0)(1)	Benevelence / and	10,000
OAK LAWN IL 60453				
CALVIN CHRISTIAN REFORMED CHURCH	N/A	509(a)(1)	General & Unrestricted	10,000
973 W NORTON AVE	1	555(2,)(1,)		,,,,,
NORTON SHORES MI 49441				
CALVIN COLLEGE	N/A	509(a)(1)	General & Unrestricted	1,000
3201 BURTON ST SE				,,
GRAND RAPIDS MI 49546				
CALVIN COLLEGE	N/A	509(a)(1)	Stroke Rehabilitation	5,000
3201 BURTON ST SE		,	Clinic	-,
GRAND RAPIDS MI 49546				
CHICAGO WEST SIDE CHRISTIAN SCHOOL ASSOC	N/A	509(a)(1)	General & Unrestricted	20,000
1240 S PULASKI RD		````		•
CHICAGO IL 60623				
CHRIST CHURCH OF OAK BROOK	N/A	509(a)(1)	Media Fund	2,000
501 OAK BROOK RD				
OAK BROOK IL 60523				
Total See Attached Statement		,	<b>⊳</b> 3a	350,000
b Approved for future payment		į		
			1	
	1			
	<u> </u>	L		
Total			<b>▶</b> 3b	(

1 Program service revenue  a b c c	Part XVI	A Analysis of Income-Producing Activiti	es				,
Business code Amount Exclusion code Amount (See instruction income (See instructions)  Business code Amount Exclusion code Amount (See instructions)  Business code Amount Exclusion code Amount (See instructions)  Business code Amount Exclusion code Amount (See instructions)  Business code Amount Exclusion code Amount (See instructions)  Business code Amount Exclusion code Amount (See instructions)  Business code Amount Exclusion code Amount (See instructions)  Business code Amount Exclusion code Amount (See instructions)  Business code Amount Exclusion code Amount (See instructions)  Business code Amount Exclusion code Amount (See instructions)  Business code Amount Exclusion code Amount (See instructions)  Business code Amount Exclusion code Amount (See instructions)  Business code Amount Exclusion code Amount (See instructions)  Business code Amount Exclusion code Amount (See instructions)  Business code Amount Exclusion code Amount (See instructions)  Business code Amount Exclusion code Amount (See instructions)  Business code Amount Exclusion code Amount (See instructions)  Business code Amount Exclusion code (See instructions)  Business code Amount Exclusion code (See instructions)  Business code Amount Exclusion code (See instructions)  Business code Amount Exclusion code (See instructions)  Business code Amount Exclusion code (See instructions)  Business code Amount Exclusion code (See instructions)  Business code Amount Exclusion code (See instructions)  Business code Amount Exclusion code (See instructions)  Business code Amount Exclusion code (See instructions)  Business code Amount Exclusion code (See instructions)  Business code Amount Exclusion code (See instructions)  Business code Amount Exclusion code (See instructions)  Business code Amount Exclusion code (See instructions)  Business code (See instructions)  Business code (See instructions)  Business code (See instructions)  Business code (See instructions)  Business code (See instructions)  Business code (See instructions)  Business code (See	Enter gros	s amounts unless otherwise indicated	Unrelated bus		Excluded by section		1
a b c c d d d d d d d d d d d d d d d d d	4.5						function income (See instructions
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 14 53 4 Dividends and interest from securities 5 14 53,557 5 Net rental income or (loss) from real estate a Debt-financed property 6 Not debt-financed property 6 Not debt-financed property 7 Other investment income 8 Gain or (loss) from personal property 7 Other investment income 8 Gain or (loss) from sales of assets other than inventory 9 Net income or (loss) from sales of inventory 1 Other revenue a K-1 Pass-Through Income / (Loss) 525990 13,605 18 39,652 11 Other revenue a K-1 Pass-Through Income / (Loss) 525990 -115 14 11,340 b c d d line 12, columns (b), (d), and (e) 13,490 104,602 13 Total. Add line 12, columns (b), (d), and (e) 13,490 104,602 13 118,05 (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	_						
d e f 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 5 14 53,557 5 Net rental income or (loss) from real estate a Debt-financed property b Not 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 9 Net income or (loss) from sales of inventory 10 Other revenue a K-1 Pass-Through Income / (Loss) b 525990 13,605 18 39,652 11,340 11,340 11,340 12 11,340 12 11,340 13 Total. Add line 12, columns (b), (d), and (e) 13,490 104,602 13 118,05 18 18 118,05 18 18 118,05 18 18 18,05 18 18,05 18 18,05 18 18 18,05 18 18 18,05 18 18,05 18 18,05 18 18,05 18 18,05 18 18,05 18 18,05 18 18,05 18 18,05 18 18,05 18 18,0	b			<del></del> -			
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  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  9 Net income or (loss) from special events  10 Gross profit or (loss) from sales of inventory  11 Other revenue a K-1 Pass-Through Income / (Loss)  b  c  d  e  12 Subtotal Add columns (b), (d), and (e)  13 Total. Add line 12, columns (b), (d), and (e)  (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							
2 Membership dues and assessments 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 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 9 Net income or (loss) from sales of inventory 11 Other revenue a K-1 Pass-Through Income / (Loss) b c d e 12 Subtotal Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (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							
2 Membership dues and assessments 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 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 9 Net income or (loss) from sales of inventory 11 Other revenue a K-1 Pass-Through Income / (Loss) b c d e 12 Subtotal Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (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	T	es and contracts from government agencies					
4 Dividends and interest from securities  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 9 Net income or (loss) from sales of inventory 10 Gross profit or (loss) from sales of inventory 11 Other revenue a K-1 Pass-Through Income / (Loss) b c d d e 12 Subtotal Add columns (b), (d), and (e) 12 Subtotal Add line 12, columns (b), (d), and (e) (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	_						
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 9 Net income or (loss) from special events 10 Gross profit or (loss) from sales of inventory 11 Other revenue a K-1 Pass-Through Income / (Loss) b c d e 12 Subtotal Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (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	3 Interes	t on savings and temporary cash investments			<del> </del>		
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 9 Net income or (loss) from special events 10 Gross profit or (loss) from sales of inventory 11 Other revenue a K-1 Pass-Through Income / (Loss) b c d e 12 Subtotal Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (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			-		14	53,557	
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 9 Net income or (loss) from special events 10 Gross profit or (loss) from sales of inventory 11 Other revenue a K-1 Pass-Through Income / (Loss) b c d e 12 Subtotal Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (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		•			-		
6 Net rental income or (loss) from personal property 7 Other investment income 8 Gain or (loss) from sales of assets other than inventory 9 Net income or (loss) from special events 10 Gross profit or (loss) from sales of inventory 11 Other revenue a K-1 Pass-Through Income / (Loss) b c d e 12 Subtotal Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (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							
7 Other investment income 8 Gain or (loss) from sales of assets other than inventory 9 Net income or (loss) from special events 10 Gross profit or (loss) from sales of inventory 11 Other revenue a K-1 Pass-Through Income / (Loss) b c d e 12 Subtotal Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (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							
9 Net income or (loss) from special events  10 Gross profit or (loss) from sales of inventory  11 Other revenue a K-1 Pass-Through Income / (Loss)  b							
10 Gross profit or (loss) from sales of inventory 11 Other revenue a K-1 Pass-Through Income / (Loss)  b c d e 12 Subtotal Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (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	8 Gain oi	r (loss) from sales of assets other than inventory	525990	13,605	18	39,652	
11 Other revenue a K-1 Pass-Through Income / (Loss) 525990 -115 14 11,340 b c d d d d d d d d d d d d d d d d d d	9 Net inc	ome or (loss) from special events					
b c d d d d d d d d d d d d d d d d d d							<u> </u>
c d e 12 Subtotal Add columns (b), (d), and (e) 13,490 104,602 13 Total. Add line 12, columns (b), (d), and (e) 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			525990	-115	14	11,340	
d e 12 Subtotal Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (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	b	<del></del>	-		+		<del> </del>
e 12 Subtotal Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) 13 Total. Add 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							}
13 Total. Add line 12, columns (b), (d), and (e) (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		· · · · · · · · · · · · · · · · · · ·			<u> </u>		
(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	12 Subtota	al Add columns (b), (d), and (e)		13,490		104,602	
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						13	118,09
Line No. Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to	-						
the second of the formula to the second of t						1	
							ons )
	_	ale assemplies in the real real earlier of the party		, , , , , , , , , , , , , , , , , , , ,		, (0	,
		···					
			=				
	-	· · · · · · · · · · · · · · · · · · ·	<del></del>				
					<del> </del>	_	
							<del></del>
		· <del></del>					
				·			
			<u> </u>				
		<u> </u>					
							<del> </del>
			-				<del> </del>

Form	° n 990-PF	(2011) The John	and Phyllis Gro	ot Foundation		36-392	4778	Pag	e 13
Pa	rt XVI			sfers To and Transactions	and Re				
		Exempt Organ	-			•			
1				ngage in any of the following wi				Yes	No
		izations?	ode (odier thairs	section 30 (c)(3) organizations)	01 111 360	ction 527, relating to political			
а	Trans	fers from the reporti	ng foundation to	a noncharitable exempt organiz	zation of	f:	l		
	• , -						1a(1)		Х
							1a(2)		<u> </u>
D		transactions:	oncharitable eve	mpt organization			1b(1)		
				able exempt organization			1b(2)	$\vdash$	x
				r assets			1b(3)		X
							1b(4)		X
							1b(5)		Х
				ip or fundraising solicitations			1b(6)		X
C	Shari	ng of facilities, equip	ment, mailing lis	sts, other assets, or paid employ	ees .		1c		Х
	value value	of the goods, other in any transaction of	assets, or servic or sharing arrang	complete the following schedules given by the reporting foundatement, show in column (d) the	ation. If to value of	the foundation received less the the goods, other assets, or see	an fair r vices re	narke eceive	d.
(a)	Line no	(b) Amount involved	(c) Name o	of noncharitable exempt organization	(d) Des	scription of transfers, transactions, and	sharing ar	rangem	ents
	_				<del> </del>			-	
		<del> </del>		<del></del>	†				
		· · · · · · · · · · · · · · · · · · ·			1				
					T				
_									
		<u></u>			<u> </u>				
					ļ				
			<del></del>		<del>                                     </del>				
			·   · · · · · · · · · · · · · · · · · ·	·····	<del>-</del>				
					1				
				<del></del>	ļ				
	descr	ibed in section 501(	c) of the Code (o	ated with, or related to, one or n ther than section 501(c)(3)) or i	nore tax n section	exempt organizations	Yes X	] No	
	ii te	s," complete the follo (a) Name of organiza		(b) Type of organization	<del> </del>	(a) December of what	onek:a		
		(a) Name or organiza	uon	(b) Type or organization		(c) Description of relat	ionsnip		
		<del></del>		· · · · · · · · · · · · · · · · · · ·		<del> </del>	<del></del>	<del></del>	
		Under penalties of perjury, I deci	are that I have examined t	his return, including accompanying schedules and	statements,	and to the best of my knowledge and belief, it is	rue,		

Sign Here	<u>_</u>	Made I bo	nan taxpayer) is based on all information of which prep   1   9   1   2   Title	arer has any knowledge.	May the IRS discuss this return with the preparer shown below (see instructions)? X Yes No
		Print/Type preparer's name	Preparer's signature	Date	PTIN
Paid	,		loffers D. Handrell		Check rf
Prepai	rer	Jeffrey D. Haskell	Jeffrey D. Haskell	11/5/2012	self-employed P01345770
Use O		Firm's name Foundation S	ource		Firm's EIN ► 51-0398347
USE O	ıny	Firm's address ► 55 Walls Driv	e, Fairfield, CT 06824		Phone no (800) 839-1754

Form 990-PF, Part I, Line 6 - Gain/Loss from Sale of Assets Other Than Inventory

13,605	0	0	TOTAL:
or Loss	Basis	Sales	
Net Gain	Cost	Gross	

Sales         Cost         Valuation         of Sale &         Net Gain           1         JPMORGAN MULTI-STRATEGY FUND LLC         Price         Basis         Method         Imprv Cost         Deprec.         or Loss           3         4         Imprv Cost         Deprec.         or Loss         13,605           4         Imprv Cost         Imprv Cost         Deprec.         or Loss           5         Imprv Cost         Imprv Cost         Imprv Cost         Imprv Cost         or Loss           6         Imprv Cost         Imprv Cost <t< th=""><th></th><th></th><th>Gross</th><th></th><th></th><th>Expense</th><th></th><th></th></t<>			Gross			Expense		
Description JPMORGAN MULTI-STRATEGY FUND LLC  Sass Method Imprv Cost Deprec.			Sales	Cost	Valuation	of Sale &		Net Gain
JPMORGAN MULTI-STRATEGY FÜND LLC		Description	Price	Basis	Method	Impry Cost	į	or Loss
2       3       4       6       7       8       9       10	-	JPMORGAN MULTI-STRATEGY FUND LLC						13,605
3       4       4       5       6       7       8       9       10	7							
5       6       7       8       9       10	က							
5       6       8       9       10	4							
6       8       9       10	5							
7       8       9       10	ဖ							
9 10	/							
9 10	œ							
01	တ							
	10							

Form 990-PF, Part I, Line 11 - Other Income

TOTAL: 11,225 11,334   O	TOTAL: 11,225 11,334  (a) (b) Revenue Net Investment per Books Income  Pass-Through Share of Partnership Income/(Loss) 11,225 11,334										
TOTAL: 11,225  (a) Revenue Description JPMORGAN MULTI-STRATEGY FUND LLC K-1 Pass-Through Share of Partnership Income/(Loss) 11,225 11,225	TOTAL: 11,225  (a) Revenue per Books Jass-Through Share of Partnership Income/(Loss) 11,225	0		0							
TOTAL: 11,225  (a) Revenue Description JPMORGAN MULTI-STRATEGY FUND LLC K-1 Pass-Through Share of Partnership Income/(Loss) 11,225 11,225	TOTAL: 11,225  (a) Revenue per Books Jass-Through Share of Partnership Income/(Loss) 11,225	11,334	(b) Net Investment Income	11,334							
Description JPMORGAN MULTI-STRATEGY FUND LLC K-1 Pass-Through Share of Partnership Income/(Loss)	TOTAL cription Pass-Through Share of Partnership Income/(Loss)	11,225	(a) Revenue per Books	11,225							
, (EIGIBIAIR) @IF   @I@I	1 JPMORGAN MULTI-STRATEGY R 2 3 4 6 6 6 6 7 7 7 7 10 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9	TOTAL:	oription	Pass-Through Share of Partnership Income/(Loss)	3	4	9	9	0	6	0

## The John and Phyllis Groot Foundation

Form 990-PF, Part I, Line 16c - Other Professional Fees

οГ	<del></del>	0		_	-	-1	1	_			_
	(d) Charitable Purpose	)									
0	(c) Adjusted Net Income	0									
15,099	(b) Net Investment Income	15,099									
15,099	(a) Expenses per l Books	15,099									
TOTAL:											
	Description	Investment Management Services									
H		Ę	7	က	4	2	9	7	ω	6	9

The John and Phyllis Groot Foundation

	<b>TOTAL:</b> 2,102	0	0	
	(a) Expenses per N	(b) et Investment	(c) Adjusted Net	(d) Charitable
	Books	Income	Income	Purpose
	1,900	0	0	
	2	0	0	
	200	0	0	
1				

### The John and Phyllis Groot Foundation

Form 990-PF, Part I, Line 23 - Other Expenses

Form 990-PF, Part II, Line 10b - Investments - Corporate Stock

	TOTAL:	1,930,739	1,959,199
Description	Shares	Book Value End of Year	FMV End of Year
1 ABBOTT LABS (ABT)	15	707	843
2 ACE LTD (ACE)	1-1	541	771
3 ALLERGAN INC. (AGN)	ည	431	439
4 AMAZON COM (AMZN)	σ	1,233	1,558
5 AMERICAN CENTURY INFLATION ADJUSTED BD INVESTOR (ACITX)	4,225	49,474	53,826
6 ANADARKO PETROLEUM CORP (APC)	11	823	840
7 APPLE INC. (AAPL)	1	1,910	4,455
8 ARTISAN INTERNATIONAL VALUE FUND INVESTOR SHS (ARTKX)	3,439	93,841	86,278
9 AT&T CORP COM NEW (T)	32	971	896
10 AUTOZONE INC (AZO)	2	222	650
11 BAIDU.COM - ADR (BIDU)	က	277	349
12 BAKER HUGHES INTL (BHI)	ω	457	389
13 BANK OF AMERICA CORP (BAC)	8	920	445
14 BIOGEN IDEC INC (BIIB)	O	489	066
15 BROADCOM CORPORATION (BRCM)	8	266	235
16 CAMERON INTERNATIONAL CORP (CAM)	7	372	344
17 CAMPBELL SOUP CO (CPB)	18	029	598
18 CAPITAL ONE FINANCIAL CORP (COF)	14	635	592
19 CARDINAL HEALTH INC (CAH)	23	712	934
20 CARNIVAL CORP (CCL)	20	693	653
21 CBS CORP CL B (CBS)	34	920	923
22 CELGENE CORP (CELG)	13	179	879
23 CENTERPOINT ENERGY (CNP)	48	819	964
24 CISCO SYSTEMS INC (CSCO)	92	1,378	1,374
25 CITIGROUP INC (C)	30	1,202	789
26 CITRIX SYSTEMS INC (CTXS)	2	289	304
27 COCA-COLA CO (KO)	10	673	700
28 COGNIZANT TECHNOLOGY SOLUTIONS CORPORATION - CLASS (CTSH)	14	752	006
29 COLGATE-PALMOLIVE COMPANY (CL)	7	571	647
	28	511	664
31 CONOCOPHILLIPS (COP)	18	952	1,312
32 COVIDIEN LTD (COV)	17	720	765
33 CVS CAREMARK CORP. (CVS)	12	361	489
34 DARDEN RESTAURANTS INC. (DRI)	2	303	319
	2	333	310
36 DOMINION RESOURCES INC (D)	10	504	531
DU PONT DE NEMOURS (DD)	34	1,350	1,557
38 EATON VANCE FLOATING RATE FUND INSTI SHARE (EIBLX)	14,177	123,823	124,894
39 EATON VANCE GLOBAL MACRO FD CL I (EIGMX)	9,321	96,233	91,532
	25	512	539
41 EMERSON ELECTRIC CO. (EMR)	13	703	909

Form 990-PF, Part II, Line 10b - Investments - Corporate Stock

Shares   Book Value			TOTAL:	1,930,739	1,959,199
EGG RESOURCES INC (EGG)   EGG RESOURCES INC (EGG)		Description	Shares	Book Value End of Year	FMV End of Year
SESTEE LAUDER COMPANIES INC (EL)   26	42		l	1	394
EXCON MOBIL CORP (XOM)  GATEWAY FUND CLASS Y (GTEYX)  GATEWAY FUND CLASS Y (GTEYX)  GATEWAY FUND CLASS Y (GTEYX)  GENERAL MOTORS (GM)  GENERAL MOTORS (GM)  GENERAL MOTORS (GM)  GENERAL MOTORS (GM)  GENERAL MOTORS (GM)  GENERAL MOTORS (GM)  GENERAL MOTORS (GM)  GENERAL MOTORS (GM)  GENERAL MOTORS (GM)  GENERAL MOTORS (GM)  GENERAL MOTORS (GM)  HARBOR HILLS INC (GS)  GENERAL MOTORS (GM)  HARBOR HILLS INC (GN)  HARBOR HILLS INC (HON)  HARBOR HIGH YIELD BOF DINSTITUTIONAL CL (HYFAX)  HARBOR HIGH YIELD BOF DINSTITUTIONAL INC. (HON)  HARBOR HIGH YIELD BOF DINSTITUTIONAL INC. (HON)  HARBOR HIGH YIELD BOF DINSTITUTIONAL INC. (HON)  HARBOR HIGH YIELD BOR DINSTITUTIONAL INC. (HON)  HARBOR HIGH YIELD BOR DINSTITUTIONAL INC. (HON)  HARBOR HIGH YIELD BOR DINSTITUTIONAL INC. (HON)  HARBOR HIGH YIELD BOR DINSTITUTIONAL INC. (HON)  HARBOR HIGH YIELD BOR ELECT FUND (HILVX)  TO DINSTON SOUND SOURCE TO SELECT (JSOSX)  GAZG  DANGROAN STATEGIC INC (CS)  DANGROAN STATEGIC INC (CS)  DANGROAN STATEGIC INC (CS)  DANGROAN BOUTH NOOME PUND (MINTX)  JAMORGAN HOR EVENTRAL HOU SELECT (JAMSX)  JAMORGAN MARKET HEUTRAL HOU SELECT (JAMSX)  JAMORGAN MARKET REUTRAL HOU SELECT (JAMSX)  JAMORGAN MARKET REUTRAL HOU (MITXX)  ALTIMETER NETWORKS (JAMPR)  AND START FOODS INC (FT)  LAM RESEARCH CORP (LEN)  MASTERS CARD INC (MR)  MASTERS CARD INC (MR)  MASTERS CARD INC (MR)  MASTERS CARD INC (MR)  METHEW (MR)  METHEW (MR)  METHEW (MR)  METHEW (MR)  METHEW (MR)  METHEW (MR)  METHEW (MR)  METHEW (MR)  METHEM	43	ESTEE LAUDER COMPANIES INC (EL)	4	406	449
FREEPORT.AMCMORAN COPPER & GOLD INC (FCX)   2,422	44	EXXON MOBIL CORP (XOM)	26	1,813	2,204
GANTEMAN FUND CLASS Y (GTEXX)   GANTEMAN FUND CLASS Y (GTEXX)   GANTEMAN FUND CLASS Y (GTEXX)   GENERAL MICITATION CO (GE)   GENERAL MILLS INC (GO)   GENERAL MILLS INC (GO)   GENERAL MILLS INC (GO)   GENERAL MILLS INC (GO)   GENERAL MILLS INC (GO)   GO (GO)   GENERAL MILLS INC (GO)   GO)   GO (GO)   GO)   GO (GO)   GO)   GO (GO)   GO (GO)   GO (GO)   GO (GO)   GO (GO)   GO (GO)   GO)   GO (GO)   GO)   GO (GO)   GO (GO)   GO (GO)   GO (GO)   GO)   GO (GO)   GO (GO)   GO (GO)   GO (GO)   GO)   GO (GO)   GO (GO)   GO (GO)   GO (GO)   GO (GO)   GO)   GO (GO)   GO)   GO (GO)   GO)   GO (GO)	45	GOLD INC	14	543	515
GENERAL ELECTRIC CO (GE)	46		2,422	64,583	63,929
GENERAL MILLS INC (GIS)	47	GENERAL ELECTRIC CO (GE)	40	651	716
GENERAL MOTORS (GM)	48	GENERAL MILLS INC (GIS)	15	430	909
GLOBAL PAYMENTS INC (GPN)   GBN)   GBNOLOMAL SELK (HOCSX)   4934     HARBOR HIGH YIGHD BO PED INSTITUTIONAL CL (HYFAX)   4934     HARBOR HIGH YIGHD BO PED INSTITUTIONAL CL (HDCSX)   3,436     HARBOR HIGH YIGHD BO PED INSTITUTIONAL CL (HDCSX)   10     HOME DEPOT INC. (HD)   17     HOME DEPOT INC. (HD)   13     HUMANA INC (HUM)   13     INTERCINTAL EXCHANGE (ICE)   13     INTERCONTRUL EXCHANGE (ICE)   13     INTERCONTRUL EXCHANGE (ICE)   14     INTE	49	_	25	844	205
GOLDMAN SACHS GROUP (GS)	20	GLOBAL PAYMENTS INC (GPN)	8	391	379
HARBOR HIGH YIELD BD FD INSTITUTIONAL CL (HYFAX)  HIGHBRIDGE DYNAMIC COMMOD STRATEGY FUND - SEL (HDCSX)  HIGHBRIDGE DYNAMIC COMMOD STRATEGY FUND - SEL (HDCSX)  HOME DEPOT INC. (HD)  HONE WORD INC. (HD)  HONE WORD INC. (HD)  HONE WORD INC. (HD)  HONE WORD INC. (HD)  HONE WORD INC. (HD)  HONE WORD INC. (HD)  HONE WORD INC. (HD)  INTERONATIONAL INC. (HON)  HONE SCO PLC (NJ)  STRATEGY TRUSSELL MIDCAP INDEX FUND (INC)  STRATEGY TRUSSELL MIDCAP INDEX FUND (INC)  STRATEGY TRUSSELL MIDCAP INDEX FUND (HLLVX)  JOHNSON & JOHNSON (JU)  JOHNSON ONI ROLI TRUSCAP INC (JU)  JOHNSON CONITROLS INC. (JU)  JOHNSON CONITROLS INC. (JU)  JOHNSON CONITROLS INC. (JU)  JOHNSON CONITROLS INC. (JU)  JOHNSON CONITROLS INC. (JU)  JOHNSON CONITROLS INC. (JU)  JOHNSON CONITROLS INC. (JU)  JOHNSON CONITROLS INC. (JU)  JOHNSON CONITROLS INC. (JU)  JOHNSON CONITROLS INC. (JU)  JOHNSON CONITROLS INC. (JUN)  JOHNSON CONITROLS INC. (JUN)  JOHNSON CONITROLS INC. (MRSX)  JOHNSON CONITROLS INC. (MRSX)  JOHNSON CONITROLS INC. (LOW)  MATHEWS PREAITY INCOME FUND (MRTX)  MASTERCARD INC. (MRT)  MASTERCARD INC. (MRT)  MASTERCARD INC. (MRT)  METLIFE INC. (MRT)  METLIFE INC. (MRTX)  METLIFE INC. (MRTX)  METLIFE INC. (MRTX)  METLIFE INC. (MRTX)  METLIFE INC. (MRTX)  METLIFE INC. (MRTX)  METLIFE INC. (MRTX)  METLIFE INC. (MRTX)  METLIFE INC. (MRTX)  METLIFE INC. (MRTX)  METLIFE INC. (MRTX)  METLIFE INC. (MRTX)  METLIFE INC. (MRTX)  METLIFE INC. (MRTX)  METLIFE INC. (MRTX)  METLIFE INC. (MRTX)  METLIFE INC. (MRTX)  METLIFE INC. (MRTX)  METHIC ON THE METLIFE INC. (MRTX)  METHIC ON THE METLIFE INC. (MRTX)  METHIC ON THE METLIFE INC. (MRTX)  METHIC ON THE METLIFE INC. (MRTX)  METHIC ON THE METLIFE INC. (MRTX)  METHIC ON THE METLIFE INC. (MRTX)  METHIC ON THE METLIFE INC. (MRTX)  METHIC ON THE METLIFE INC. (MRTX)  METHIC ON THE METLIFE INC. (MRTX)  METHIC ON THE METLIFE INC. (MRTX)  METHIC ON THE METLIFE INC. (MRTX)  METHIC ON THE METLIFE INC. (MRTX)  METHIC ON THE METHIC THE METLIFE INC. (MRTXX)  METHIC ON THE METHIC THE METLIFE INC. (MRTXX)  METHIC ON THE METHIC T	51	GOLDMAN SACHS GROUP (GS)	6	808	814
HIGHBRIDGE DYNAMIC COMMOD STRATEGY FUND - SEL (HDCSX)  HIGHBRIDGE DYNAMIC COMMOD STRATEGY FUND - SEL (HDCSX)  HOME DEPOT INC. (HD)  HOME DEPOT INC. (HD)  HOME DEPOT INC. (HD)  HOME DEPOT INC. (HD)  HOME DEPOT INC. (HD)  HOME DEPOT INC. (HD)  HOME DEPOT INC. (HD)  INCERNITIENCHIONEL INC. (HON)  INTERCUTINITEXCHANGE (ICE)  INVESCO PIC (IVZ)  INVESCO PIC (IVZ)  INVESCO PIC (IVZ)  INVESCO PIC (IVZ)  INVESCO PIC (IVZ)  INVESCO PIC (IVZ)  INVESCO PIC (IVZ)  INVESCO PIC (IVZ)  INVESCO PIC (IVZ)  INVESCO PIC (IVZ)  INVESCO PIC (IVZ)  INVESCO PIC (IVZ)  INVESCO PIC (IVZ)  INVESCO PIC (IVZ)  INVESCO CONTROL SINC (IJH)  INVESCO CONTROL SINC (IJH)  INVESCO CONTROL SINC (INVI)  INVESCO CONTROL SINC (INVI)  INVESCO CONTROL SINC (INVI)  INVESCO PIC (IVZ)  INV	52	HARBOR HIGH YIELD BD FD INSTITUTIONAL CL (HYFAX)	4,934	51,709	52,252
HOME DEPOT INC. (HD)  HONEYWELL INTERNATIONAL INC. (HON)  HONEYWELL INTERNATIONAL INC. (HON)  HONEYWELL INTERNATIONAL INC. (HON)  HUMANA INC (HUM)  INTERCATIVATICE (LICE)  INVESCO PLC (IVZ)  SIBHARES COHEN & STEERS REALTY MAJORS INDEX FUND (ICF)  SIBHARES COHEN & STEERS REALTY MAJORS INDEX FUND (ICF)  SIBHARES TRS & PA MIDCAP HOLD K FUND (IVK)  SIBHARES TRS SCHEN SEELL MIDCAP HOLD K FUND (IVK)  SIBHARES TRS SCHEN SEELL MIDCAP HOLD K FUND (IVK)  SOHNSON & JOHNSON & JOHNSON (JNJ)  JOHNSON & JOHNSON & JOHNSON (JNJ)  JOHNSON & JOHNSON & JOHNSON (JNJ)  JOHNSON & SHORT DURATION BELECT FUND (HLLX)  JOHNSON BELECT (LICX)  JOHNSON SELECT (JSES)  JOHNSON SELECT (SEEGX)  JOHNSON SELECT (JSES)  JOHNSON SELECT (JMRSX)  JOHNSON SELECT (JMRSX)  JOHNSON WARTER TRUTRAL FUND SELECT (JMNSX)  JOHNSON MARKEL TO HOLD (JRTLX)  JOHNSON NEALTY INCOME FUND (URTLX)  JOHNSON NEALTY INCOME FUND (URTLX)  JOHNSORAN NEALTY INCOME FUND (URTLX)  LOWES COMPANIES INC (LOW)  MASTERCARD INC (MA)  MATTHEWS PACIFIC TIGER FUND I (MIPTX)  METLIFE INC. (MET)  METLIFE INC. (MET)  METLIFE INC. (MET)  METLIFE INC. (MET)  METLIFE INC. (MET)  METLIFE INC. (MET)  METLIFE INC. (MET)  METLIFE INC. (METLIX)  METHIRE TO THE METLIX INC. (METLIX)  METLIFE INC. (METLIX)  METHIRE TO THE METLIX INC. (METLIX)  METLIFE INC. (METLIX)  METHIRE TO THE METLIX INC. (METLIX)  METLIFE INC. (METLIX)  METLIFE INC. (METLIX)  METHIRE TO THE METLIX INC. (METLIX)  METHIRE TO THE METHIRE TO THE METHIRE TO THE METHIRE TO THE METHIRE TO THE METHIRE TO THE METHIRE TO THE METHIRE TO THE METHIRE TO THE METHIRE TO THE METHIRE TO THE METHIRE TO THE METHIRE TO TH	53	HIGHBRIDGE DYNAMIC COMMOD STRATEGY FUND - SEL (HDCSX)	3,435	48,876	58,837
HONEYWELL INTERNATIONAL INC. (HON) HUMANA INC (HUM) HUMANA INC (HUM) HUMANA INC (HUM) HUMANA INC (HUM) HUMANA INC (HUM)  INTERCATANCE (ICE)  INTERCATANCE (ICE)  INTERCATANCE (ICE)  INTERCATANCE (INC)  ISHARES COHEN & STEERS REALTY MAJORS INDEX FUND (ICF)  ISHARES COHEN & STEERS REALTY MAJORS INDEX FUND (ICF)  ISHARES TRUST RUSSELL MIDCAP HONEX FUND (IWR)  ISHARES TRUST RUSSELL MIDCAP HONEX FUND (IMR)  ISHARES TRUST RUSSELL MIDCAP FOUND (HLLVX)  JOHNSON AS JOHNSON (JAN)  JOHNSON CONTROLS INC (JCI) JOHNSON CONTROLS INC (JCI) JOHNSON CONTROLS INC (JCI) JOHNSON CONTROLS INC (JCI) JOHNSON CONTROLS INC (JCI) JOHNSON CONTROLS INC (JCI) JOHNSON CONTROLS INC (JCI) JOHNSON CONTROLS INC (JCI) JOHNSON CONTROLS INC (JCI) JOHNSON CONTROLS INC (JCI) JOHNSON MARKET NEUTRAL FUND SELECT (JANSX)  JOHNSON MAD CAP CORE-SEL (JANSX)  JOHNSON CONTROLS	54	HOME DEPOT INC. (HD)	10	338	420
HUMANA INC (HUM)  INTERCNITATLEXCHANGE (ICE)  INTERCNITATLEXCHANGE (ICE)  INTERCNITATLEXCHANGE (ICE)  SINGUISCO PLC (IVZ)  ISHARES TO SELENT WAJORS INDEX FUND (ICF)  SHARES TO SELENT SELENT WAJORS INDEX FUND (ICF)  SHARES TRUST RUSSELL MIDCAP 400 INDEX FUND (WR)  SHARES TRUST RUSSELL MIDCAP A00 INDEX FUND (WR)  SHARES TRUST RUSSELL MIDCAP INDEX FUND (WR)  SHARES TRUST RUSSELL MIDCAP INDEX FUND (WR)  SHARES TRUST RUSSELL MIDCAP INDEX FUND (WR)  DANASON & JOHNSON (JNJ)  JOHNSON CONTROLS INC (JS)  JOHNSON CONTROLS INC (JS)  JOHNSON CONTROLS INC (MRSX)  JOHNSON LARGE CAG GROWTH FUND SELECT (JMNSX)  JOHNSORAN INTERNATIONAL CUBRENCY INCOME FO (JCISX)  JOHNSORAN INDEX REALTY INCOME FUND (URTLX)  JOHNSORAN MID CAP CORE-SEL (JMNSX)  JOHNSOR COMPANIES INC (LCN)  MASTERCARD INC (MR)  MASTERCARD INC (MR)  MASTERCARD INC (MR)  METLIFE INC. (MRT)  METHING METRIFE INC. (MRT)  METRIFE INC. (MRT)  METHING METRIFE INC. (MRT)  METHING METRIFE INC. (MRT)  METHING METRIFE INC. (MRT)  METHING METRIFE INC. (MRT)  METHING	55	HONEYWELL INTERNATIONAL INC	17	736	924
INTERCNTNTLEXCHANGE (ICE)	56	HUMANA INC (HUM)	13	1,018	1,139
INVESCO PLC (IVZ)	57	INTERCNTNTLEXCHANGE (ICE)	2	223	241
ISHARES COHEN & STEERS REALTY MAJORS INDEX FUND (ICF)   1840     ISHARES TR S & P MIDCAP 400 INDEX FUND (IWR)   206     ISHARES TR S & P MIDCAP 400 INDEX FUND (IWR)   182     ISHARES TRUST RUSSELL MIDCAP INDEX FUND (IWR)   21     JOHNSON & JOHNSON (JUJ)   50,426   20     JOHNSON & JOHNSON (JUJ)   50,328   20,426     JP MORGAN STRATEGIC INCOME OPPORTUNIEIS FD SELECT (JSOSX)   6,282   6,282     JP MORGAN STRATEGIC INCOME FUND SELECT (HLIEX)   6,282   6,282     JP MORGAN MARKET NEUTRAL FUND SELECT (JGISX)   4,780   7,321     JP MORGAN MARKET NEUTRAL FUND SELECT (JMNSX)   2,957   7,323     JP MORGAN MARKET NEUTRAL FUND SELECT (JMNSX)   4,918   7,111     JP MORGAN MID CAP CORE-SEL (JMRSX)   3,211     JP MORGAN MID CAP CORE-SEL (JMRSX)   4,918     JUNIPER NETWORKS (JNPR)   5,323   4,111     JCHAN RESEARCH CORP (LRCX)   5,323   4,111     JCHAN RESEARCH CORP (LRCX)   5,323   4,111     JCHAN RESEARCH CORP (LRCX)   5,323   4,111     MATTHEWS PACIFIC TIGER FUND I (MIPTX)   6,111     MATTHEWS PACIFIC TIGER FUND I (MIPTX)   6,111     MATTHEWS PACIFIC TIGER FUND I (MIPTX)   6,111     MATTHEWS SYSTEMS, INC (MCRS)   4,411     MATTHEWS SYSTEMS, INC (MCRS)   7,411     MATTHEMS IN	28	INVESCO PLC (IVZ)	31	599	623
SHARES TR S & P MIDCAP 400 INDEX FD (JH)	59	ISHARES COHEN & STEERS REALT	640	32,447	44,941
SHARES TRUST RUSSELL MIDCAP INDEX FUND (IWR)	9		206	14,055	18,048
JOHNSON & JOHNSON (JNJ)         21           JOHNSON CONTROLS INC (JCI)         50           JOHNSON CONTROLS INC (JCI)         50           JOHNSON CONTROLS INC (JCI)         20,426           JP MORGAN STRATEGIC INCOME OPPORTUNIEIS FD SELECT (JSOSX)         5,358           JPMORGAN STRATEGIC INCOME FUND SELECT (HIEX)         4,780           JPMORGAN INTERNATIONAL CURRENCY INCOME FD (JCISX)         2,957           JPMORGAN INTERNATIONAL CURRENCY INCOME FUND SELECT (SEGX)         10,323           JPMORGAN MARKET NEUTRAL FUND SELECT (JMNSX)         3,211           JPMORGAN REALTY INCOME FUND (URILX)         4,918           JUNIPER NETWORKS (JINPR)         4,918           JUNIPER NETWORKS (JUPR)         54           LENNAR CORP (LEN)         54           LOWES COMPANIES INC (LOW)         54           MASTERCARD INC (MA)         54           MATTHEWS PACIFIC TIGER FUND I (MIPTX)         3,941           MATTHEWS PACIFIC TIGER FUND I (MIRTX)         4           METLIFE INC. (MET)         4           MICROS SYSTEMS, INC (MCRS)         4	61	ISHARES TRUST RUSSELL MIDCAP INDEX FUND (IWR)	182	14,474	17,912
JOHNSON CONTROLS INC (JCI)         50           JOHNSON CONTROLS INC (JCI)         20,426         2           JP MORGAN SHORT DURATION BOND SELECT FUND (HLLVX)         5,358           JP MORGAN STRATEGIC INCOME OPPORTUNIEIS FD SELECT (JSOSX)         6,282           JPMORGAN EQUITY INCOME FUND SELECT (HLIEX)         4,780           JPMORGAN INTERNATIONAL CURRENCY INCOME FD (JCISX)         4,780           JPMORGAN INTERNATIONAL CURRENCY INCOME FUND SELECT (SEGX)         10,323           JPMORGAN MARKET NEUTRAL FUND SELECT (JMNSX)         3,211           JPMORGAN MARKET NEUTRAL FUND SELECT (JMNSX)         3,211           JPMORGAN REALTY INCOME FUND (URTLX)         4,918           JUNIFER NETWORKS (JNPR)         4,918           JUNIFER NETWORKS (JNPR)         5           LENNAR CORP (LEN)         21           LOWES COMPANIES INC (LOW)         5           MASTERCARD INC (MA)         3,941           MATTHEWYS PACIFIC TIGER FUND I (MIPTX)         3,941           MATTHEWYS SYSTEMS, INC (MCRS)         4,918           MICROS SYSTEMS, INC (MCRS)         4,918	62	_	21	1,325	1,377
JP MORGAN SHORT DURATION BOND SELECT FUND (HLLVX)         20,426         2           JP MORGAN STRATEGIC INCOME OPPORTUNIEIS FD SELECT (JSOSX)         5,358         2           JP MORGAN STRATEGIC INCOME FUND SELECT (HLIEX)         6,282         6,282           JPMORGAN EQUITY INCOME FUND SELECT (HLIEX)         4,780         4,780           JPMORGAN INTERNATIONAL CURRENCY INCOME FUND SELECT (SEEGX)         2,957         10,323         1           JPMORGAN INTERNATIONAL FUND SELECT (JMNSX)         3,211         4,18         1           JPMORGAN MARKET NEUTRAL FUND SELECT (JMNSX)         3,211         4,918         1           JPMORGAN MEALTY INCOME FUND (URTLX)         4,918         4,918         1           JUNIPER NETWORKS (JNPR)         3,211         4,918         1           JUNIPER NETWORKS (JNPR)         5         1         1           MASTERCARD INC (MA)         4,918         3,941         1           MATHEWS PACIFIC TIGER FUND (MIRK)         3,941         1 </td <th>63</th> <td>_</td> <td>20</td> <td>1,019</td> <td>1,563</td>	63	_	20	1,019	1,563
JP MORGAN STRATEGIC INCOME OPPORTUNIEIS FD SELECT (JSOSX)         5,358           JPMORGAN STRATEGIC INCOME FUND SELECT (HLIEX)         6,282           JPMORGAN EQUITY INCOME FUND SELECT (HLIEX)         4,780           JPMORGAN INTERNATIONAL CURRENCY INCOME FD (JCISX)         2,957           JPMORGAN LARGE CAP GROWTH FUND SELECT (JMNSX)         2,957           JPMORGAN MARKET NEUTRAL FUND SELECT (JMNSX)         3,211           JPMORGAN MARKET NEUTRAL FUND (URTLX)         4,918           JPMORGAN REALTY INCOME FUND (URTLX)         4,918           JUNIPER NETWORKS (JNPR)         5           LENNAR CORP (LEN)         5           LENNAR CORP (LEN)         5           LOWES COMPANIES INC (LOW)         5           MASTERCARD INC (MA)         5,341           MATTHEWS PACIFIC TIGER FUND I (MIPTX)         3,341           METIFE INC. (MET)         33           MICROS SYSTEMS, INC (MCRS)         4	64	_	20,426	223,421	223,660
JPMORGAN EQUITY INCOME FUND SELECT (HLIEX)         6,282           JPMORGAN INTERNATIONAL CURRENCY INCOME FD (JCISX)         4,780           JPMORGAN INTERNATIONAL CURRENCY INCOME FD (JCISX)         2,957           JPMORGAN LARGE CAP GROWTH FUND SELECT (JMNSX)         10,323           JPMORGAN MARKET NEUTRAL FUND SELECT (JMNSX)         3,211           JPMORGAN REALTY INCOME FUND (NRTLX)         4,918           JUNIPER NETWORKS (JNPR)         4,918           JUNIPER NETWORKS (JNPR)         5           LEAN RESEARCH CORP (LRCX)         5           LENAR RESEARCH CORP (LRCX)         5           LENAR RESEARCH CORP (LEN)         5           MASTHENCARD INC (MA)         1           MATTHEWS PACIFIC TIGER FUND I (MIPTX)         3,941           METCHE INC. (MET)         33           MICROS SYSTEMS, INC (MCRS)         4           MICROS SYSTEMS, INC (MCRS)         4	65	JP MORGAN STRATEGIC INCOME	5,358	63,468	60,710
JPMORGAN INTERNATIONAL CURRENCY INCOME FD (JCISX)         4,780           JPMORGAN LARGE CAP GROWTH FUND SELECT (SEEGX)         2,957           JPMORGAN MARKET NEUTRAL FUND SELECT (JMNSX)         10,323           JPMORGAN MARKET NEUTRAL FUND SELECT (JMNSX)         3,211           JPMORGAN REALTY INCOME FUND (URTLX)         4,918           JUNIPER NETWORKS (JNPR)         4,918           JUNIPER NETWORKS (JNPR)         5           LAM RESEARCH CORP (LRCX)         5           LENNAR CORP (LEN)         5           LENNAR CORP (LEN)         1           MASTERCARD INC (MA)         54           MASTERCARD INC (MA)         3,941           METLIFE INC. (MET)         3,941           MICROS SYSTEMS, INC (MCRS)         4           MICROS SYSTEMS, INC (MCRS)         4	99		6,282	56,793	58,803
JPMORGAN LARGE CAP GROWTH FUND SELECT (JMNSX)         2,957           JPMORGAN MARKET NEUTRAL FUND SELECT (JMNSX)         10,323         1           JPMORGAN MID CAP CORE-SEL (JMRSX)         3,211         4,918           JPMORGAN MID CAP CORE-SEL (JMRSX)         4,918         4,918           JPMORGAN MID CAP CORE-SEL (JMRSX)         4,918         4,918           JUNIPER NETWORKS (JNPR)         4,918         4,918           JUNIPER NETWORKS (JNPR)         32         4,918           LENNAR CORP (LEN)         54         54           LOWES COMPANIES INC (LOW)         61         61           MASTERCARD INC (MRX)         61         61           METLIFE INC. (MET)         33         4           METLIFE INC. (MET)         4         4	29	JPMORGAN INTERNATIONAL CURRENCY INCOME FD (JCISX)	4,780	53,286	51,766
JPMORGAN MARKET NEUTRAL FUND SELECT (JMNSX)         10,323         1           JPMORGAN MID CAP CORE-SEL (JMRSX)         3,211         4,918           JPMORGAN REALTY INCOME FUND (URTLX)         4,918         4,918           JUNIPER NETWORKS (JNPR)         41         4,918           JUNIPER NETWORKS (JNPR)         32         4,918           KRAFT FOODS INC (KFT)         5         5           LAM RESEARCH CORP (LRCX)         54         54           LOWES COMPANIES INC (LOW)         1         61           MASTERCARD INC (MA)         3,941         61           MATTHEWS PACIFIC TIGER FUND I (MIPTX)         61         61           MERCK & CO INC (MRK)         61         61           METLIFE INC. (MET)         4         4           MICROS SYSTEMS, INC (MCRS)         4         4	89	JPMORGAN LARGE CAP GROWTH FUND SELECT (SEEGX)	2,957	64,312	63,455
JPMÖRGAN MID CAP CORE-SEL (JMRSX)       3,211         JPMORGAN REALTY INCOME FUND (URTLX)       4,918         JUNIPER NETWORKS (JNPR)       41         KRAFT FOODS INC (KFT)       32         LAM RESEARCH CORP (LRCX)       51         LAM RESEARCH CORP (LCW)       54         LOWES COMPANIES INC (LOW)       1         MASTERCARD INC (MA)       1         MATTHEWS PACIFIC TIGER FUND I (MIPTX)       3,941         MERCK & CO INC (MRK)       61         METLIFE INC. (MET)       33         MICROS SYSTEMS, INC (MCRS)       4	69	JPMORGAN MARKET NEUTRAL FUND SELECT (JMNSX)	10,323	158,766	147,823
JPMORGAN REALTY INCOME FUND (URTLX)  JUNIPER NETWORKS (JNPR)  KRAFT FOODS INC (KFT)  LAM RESEARCH CORP (LRCX)  LAM RESEARCH CORP (LRCX)  LENNAR CORP (LEN)  LOWES COMPANIES INC (LOW)  MASTERCARD INC (MA)  MASTERCARD INC (MA)  MATTHEWS PACIFIC TIGER FUND I (MIPTX)  METLIFE INC (MEK)  MICROS SYSTEMS, INC (MCRS)  MICROS SYSTEMS, INC (MCRS)	2		3,211	49,713	51,608
JUNIPER NETWORKS (JNPR)       41         KRAFT FOODS INC (KFT)       32         LAM RESEARCH CORP (LRCX)       5         LENNAR CORP (LEN)       21         LOWES COMPANIES INC (LOW)       54         MASTERCARD INC (MA)       1         MASTERCARD INC (MA)       3,941         MARTHEWS PACIFIC TIGER FUND I (MIPTX)       61         METLIFE INC (MEK)       61         MICROS SYSTEMS, INC (MCRS)       4	71	JPMORGAN REALTY INCOME FUND (URTLX)	4,918	46,378	50,210
KRAFT FOODS INC (KFT)       32         LAM RESEARCH CORP (LRCX)       5         LENNAR CORP (LEN)       21         LOWES COMPANIES INC (LOW)       54         MASTERCARD INC (MA)       1         MATTHEWS PACIFIC TIGER FUND I (MIPTX)       61         METLIFE INC. (MEK)       61         MICROS SYSTEMS, INC (MCRS)       4	72		41	949	837
LAM RESEARCH CORP (LRCX)       5         LENNAR CORP (LEN)       21         LOWES COMPANIES INC (LOW)       54         MASTERCARD INC (MA)       1         MASTERCARD INC (MA)       3,941         MATTHEWS PACIFIC TIGER FUND I (MIPTX)       61         METCK & CO INC (MRK)       61         METLIFE INC. (MET)       33         MICROS SYSTEMS, INC (MCRS)       4	73		32	1,105	1,196
LENNAR CORP (LEN)	74	=	2	219	185
LOWES COMPANIES INC (LOW)       54         MASTERCARD INC (MA)       1         MATTHEWS PACIFIC TIGER FUND I (MIPTX)       3,941         MERCK & CO INC (MRK)       61         METLIFE INC. (MET)       33         MICROS SYSTEMS, INC (MCRS)       4	75		21	315	413
MASTERCARD INC (MA)         1           MATTHEWS PACIFIC TIGER FUND I (MIPTX)         3,941           MERCK & CO INC (MRK)         61           METLIFE INC. (MET)         33           MICROS SYSTEMS, INC (MCRS)         4	92		54	1,170	1,371
MATTHEWS PACIFIC TIGER FUND I (MIPTX)         3,941           MERCK & CO INC (MRK)         61           METLIFE INC. (MET)         33           MICROS SYSTEMS, INC (MCRS)         4	77	MASTERCARD INC (MA)	1	183	373
MERCK & CO INC (MRK)         61           METLIFE INC. (MET)         33           MICROS SYSTEMS, INC (MCRS)         4	78	MATTHEWS PACIFIC TIGER FUND I	3,941	78,205	80,083
33	79		61	2,091	2,300
4	80		33	1,257	1,029
011	81	MICROS SYSTEMS, INC (MCRS)	4	201	186
0.1	82	82 MICROSOFT CORPORATION (MSFT)	110	2,252	2,856

Form 990-PF, Part II, Line 10b - Investments - Corporate Stock

		IDIAL:	950,058,1	1,939,199
			Book Value	FMV
	Description	Shares	End of Year	End of Year
83	MONSANTO CO (MON)	S	346	350
84	NETAPP, INC. (NTAP)	7	249	254
85	NEXTERA ENERGY, INC (NEE)	10	172	609
98	NIKE INC-CL B (NKE)	6	527	867
87	NORFOLK SOUTHERN CORP (NSC)	26	1,160	1,894
88		22	1,809	2,061
8	ORACLE CORP (ORCL)	45	1,048	1,154
8	PACCAR INC (PCAR)	24	751	899
9	PAYDEN HIGH INCOME FUND CLASS R (PYHRX)	14,076	96,984	97,123
92	PFIZER INC. (PFE)	84	1,322	1,818
93	PIMCO EMERGING LOCAL BD (P) (PELPX)	3,991	39,786	40,105
94	PIONEER NAT RES CO (PXD)	3	223	268
92	PROCTER GAMBLE CO (PG)	25	1,557	1,668
96	PRUDENTIAL FINCL INC (PRU)	15	989	752
26	QUALCOMM INC (QCOM)	23	861	1,258
86	SCHLUMBERGER LTD (SLB)	23	1,922	1,571
66	SOUTHWESTERN ENERGY (SWN)	9	237	192
100	100 SPDR GOLD TR GOLD SHS (GLD)	305	33,144	46,357
101	101 SPDR S&P 500 ETF TRUST (SPY)	645	74,664	80,948
102	102 T ROWE PRICE OVERSEAS STOCK FUND (TROSX)	7,499	63,630	54,892
103	103 TARGET CORPORATION (TGT)	13	614	999
104	104 TD AMERITRADE HOLDING CORP (AMTD)	21	338	329
105	THE ARBITRAGE FUND CLASS I (ARBNX)	4,999	64,583	65,483
106	THE HARTFORD CAPITAL APPRECIATION FUND CLASS I (ITHIX)	3,115	102,329	89,739
107	TIME WARNER INC. (TWX)	59	1,510	2,132
108	TYCO INTERNATIONAL LTD. (TYC)	19	736	887
109	UNITED TECHNOLOGIES CORP (UTX)	25	1,383	1,827
110	110 UNITEDHEALTH GROUP INC. (UNH)	16	999	811
111	111 JUS BANCORP DEL NEW (USB)	25	460	929
112	112 VERIZON COMMUNICATIONS (VZ)	30	026	1,204
113	113 VERTEX PHARMCTLS INC (VRTX)	10	314	332
114	114 WELLS FARGO & CO (WFC)	92	1,631	2,095
115	115 WILLIAMS COS (WMB)	27	814	892
116	116 XILINX INC (XLNX)	25	771	802
117	117 YUM BRANDS INC (YUM)	25	810	1,475

# Form 990-PF, Part II, Line 10c - Investments - Corporate Bonds

Back Value         Book Value         FMV           1 BARCLAYS BK PLC BUFF RTN LKD 0 0% 03/26/2012 (06740LAN5)         15,000         End of Year         FMd of Year           2 BARCLAYS BK PLC BUFF RTN LKD 0 00000% 05/28/2014 (06739JEC3)         15,000         25,000         25,101           3 DEUTSCHE BK AG BUFFER NT LKD 0.00000% 03/26/2012 (2515A1DT5)         20,000         25,000         25,000           4 DEUTSCHE BK AG GLBL - 0.000% - 10/31/2012 (2515A1DT5)         30,000         30,000         20,000           5 GOLDMAN SACHS INC-0 00% 03/4/2013 (38143UWR8)         60,000         20,000         20,000           6 GOLDMAN SACHS INC-0 00% 03/4/2013 (38143UWR8)         30,000         30,000         30,000           7 GS BREN EAFE 11/28/2012 10.0% (38143UZ83)         30,000         30,000         30,000           9 JPMORGAN CHASE & CO BUFFER NT 0 0% 10/17/2012 (48125X3Z7)         25,000         25,000         25,000           9 JPMORGAN STANLEY CURR LKD 0 0% 10/17/2013 (617482SF2)         20,000         20,000         25,000           10 MORGAN STANLEY CURR LKD 0 0% 10/15/2013 (617482SF2)         30,000         20,000         20,000           11 SG STRUCTURED PRODUCTS NOTE MTN 02/08/2012 (78423AE73)         30,000         30,000         30,000			TOTAL:	300,101	294,463
Description         Shares         End of Year           0% 03/26/2012 (06740LAN5)         15,000         15,000           00000% 05/28/2014 (06739JEC3)         25,000         25,101           0,0000% 03/26/2012 (2515A0Y31)         15,000         30,000           0/31/2012 (2515A1DT5)         20,000         20,000           13 (38143UWR8)         60,000         60,000           143UZS3)         30,000         30,000           1 0 0% 10/24/2012 (48125X6E1)         25,000         25,000           10/17/2013 (617482SF2)         20,000         20,000           MTN 02/08/2012 (78423AE73)         30,000         30,000				Book Value	FMV
0% 03/26/2012 (06740LAN5)     15,000       0 00000% 05/28/2014 (06739JEC3)     25,000       0 00000% 03/26/2012 (2515A0Y31)     15,000       0/31/2012 (2515A1DT5)     20,000       0/31/2012 (2515A1DT5)     20,000       0/31/2012 (2515A1DT5)     20,000       0/31/2012 (38143UWR8)     30,000       0 0 0 10/24/2012 (48125X6E1)     30,000       10/17/2013 (6174825F2)     20,000       MTN 02/08/2012 (78423AE73)     30,000		Description	Shares	End of Year	End of Year
0 00000% 05/28/2014 (06739JEC3)     25,000       1,00000% 03/26/2012 (2515A0Y31)     15,000       1,31/2012 (2515A1DT5)     30,000       13 (38143UB67)     20,000       012 (38143UWR8)     60,000       143UZS3     30,000       1 0 0% 10/24/2012 (48125X6E1)     30,000       10/17/2013 (617482SF2)     25,000       MTN 02/08/2012 (78423AE73)     30,000	-	BARCLAYS BK PLC BUFF RTN LKD 0 0% 03/26/2012 (06740LAN5)	15,000	15,000	13,091
0.00000% 03/26/2012 (2515A0Y31)     15,000       0/31/2012 (2515A1DT5)     30,000       13 (38143UB67)     20,000       012 (38143UWR8)     60,000       143UZS3)     30,000       0 0% 10/24/2012 (48125X6E1)     30,000       10/17/2013 (617482SF2)     25,000       10/15/2013 (617482SF2)     30,000       MTN 02/08/2012 (78423AE73)     30,000	7	BARCLAYS BK PLC PRIN PROT LKD 0 00000% 05/28/2014 (06739JEC3)	25,000	25,101	23,400
30/31/2012 (2515A1DT5)     30,000       13 (38143UB67)     20,000       012 (38143UWR8)     60,000       143UZS3)     30,000       1 0 0% 10/24/2012 (48125X6E1)     30,000       1 0/17/2013 (617482SF2)     25,000       10/15/2013 (617482SF2)     20,000       MTN 02/08/2012 (78423AE73)     30,000	က	DEUTSCHE BK AG BUFFER NT LKD 0.00000% 03/26/2012 (2515A0Y31)	15,000	15,000	16,938
13 (38143UB67)     20,000       012 (38143UWR8)     60,000       143UZS3)     30,000       1 0 0% 10/24/2012 (48125X6E1)     30,000       1-10/17/2012 (48125X3Z7)     25,000       10/15/2013 (617482SF2)     20,000       MTN 02/08/2012 (78423AE73)     30,000	4	DEUTSCHE BK AG GLBL - 0.000% - 10/31/2012 (2515A1DT5)	30,000	30,000	29,412
012 (38143UWR8) 143UZS3) 160,000 17 0 0% 10/24/2012 (48125X6E1) 17/17/12012 (48125X3Z7) 10/15/2013 (617482SF2) 10/10/15/2013 (617482SF2) 20,000 17 02/08/2012 (78423AE73) 20,000	2	GOLDMAN SACHS INC-0 00% 03/4/2013 (38143UB67)	20,000	20,000	20,736
143UZS3) 30,000	ဖ	GOLDMAN SACHS INC-0 00%-08/08/2012 (38143UWR8)	000'09	000'09	56,419
F 0 0% 10/24/2012 (48125X6E1)     30,000       -10/17/2012 (48125X3Z7)     25,000       10/15/2013 (617482SF2)     20,000       MTN 02/08/2012 (78423AE73)     30,000	7	GS BREN EAFE 11/28/2012 10.0% (38143UZS3)	30,000	30,000	29,088
-10/17/2012 (48125X3Z7) 25,000 10/15/2013 (617482SF2) 20,000 MTN 02/08/2012 (78423AE73) 30,000	œ	JPMORGAN CHASE & CO BUFFER NT 0 0% 10/24/2012 (48125X6E1)	30,000	30,000	30,249
10/15/2013 (617482SF2) 20,000 MTN 02/08/2012 (78423AE73) 30,000	၈	JPMORGAN CHASE & CO CAP-0 00%-10/17/2012 (48125X3Z7)	25,000	25,000	27,133
MTN 02/08/2012 (78423AE73)	10	MORGAN STANLEY CURR LKD 0 0% 10/15/2013 (617482SF2)	20,000	20,000	18,300
	7		30,000	30,000	29,697

Form 990-PF, Part II, Line 13 - Investments - Other

	TOTAL:	265,819	265,957
		Book Value	FMV
Asset Description		End of Year	End of Year
1 JPMORGAN MULTI-STRATEGY FUND LLC		265,819	265,957
2			
3			
4			
9			
9			
7			
8			
6			
10			

The John and Phyllis Groot Foundation

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

					,	TC TC	TOTAL:	0	0	0
Name		Street	Cıty	State	Zıp Code	Title	Avg Hrs	Сотр	Benefits	Expense Acct
Pamela Anne Brandsma	ā	Foundation Source 501 Silverside Rd	Wilmington	DE	19809	Director	-	0	0	0
2 Larry A Groot		Foundation Source 501 Silverside Rd	Wilmington	DE	19809	Director		0	0	0
3 Robin J Ipema		Foundation Source 501 Silverside Rd	Wilmington	DE	19809	<b>L</b>	1	0	0	0
4 Valerie Van Woerkom		Foundation Source 501 Silverside Rd	Wilmington	DE	19809	19809 Vice President / Secretary	1	0	0	0
5 Gayle Ellen Vryhof		Foundation Source 501 Silverside Rd	Wilmington	DE	19809	Director		0	0	0
					, , , , , , , , , , , , , , , , , , , ,					
									İ	i

Form 990-PF, Part XV, Lir	ne 3a - Grants and	d Con	tributions P		24778 Page ne <b>Year</b>	6 of 7
Recipient(s) paid during the year	io da Ciarro arr	<u> </u>	ti bationo i	ala Baring ti	ic rear	-
Name						
ROSELAND CHRISTIAN MINISTRI	ES CENTER					
Street						
10858 S MICHIGAN AVE		Cénés	7:n Code	Faraira Cau		
CHICAGO		State	<b>Zip Code</b> 60628	Foreign Cou	intry	
Relationship	Foundation Status		100020		-,	
N/A	509(a)(1)					
Purpose of grant/contribution General & Unrestricted					Amount	
			-			2,00
Name	DEFORMED CHURCH					
<u>SOUTHERN HEIGHTS CHRISTIAN</u> Street	REFORMED CHURCH		<del></del>		<del></del>	
4141 E HILLANDALE DR						
City		State	Zip Code	Foreign Cou	ntry	
KALAMAZOO		MI	49008			
Relationship N/A	Foundation Status	3				
N/A Purpose of grant/contribution	509(a)(1)			-	Amount	
Future Ministry Fund					Amount	10,00
Name						
TIMOTHY CHRISTIAN SCHOOLS						
Street	- t				<del></del>	<del></del>
188 W BUTTERFIELD RD						
City			- • · · · · · ·	Foreign Cou	ntry	
ELMHURST Relationship	Foundation Status	<u>   L_</u>	60126			
N/A	509(a)(1)	•				
Purpose of grant/contribution					Amount	
Elementary Technology Project						20,00
Name						
TINY HANDS INTERNATIONAL						
Street						
5555 S ST City		State	Zin Codo	Foreign Cou		
LINCOLN		NE	Zip Code 68506	Foreign Cou	ntry	
Relationship	Foundation Status		100000	<del></del> -		
N/A	509(a)(2)		<u>-</u>			
Purpose of grant/contribution					Amount	
General & Unrestricted						5,00
Name						
URBAN NON PUBLIC EDUCATION Street	FUND		-·			
1550 S STATE ST STE 107						
City		State	Zip Code	Foreign Cou	ntrv	
CHICAGO		IL	60605			
Relationship	Foundation Status	•		- · · · -		
N/A Purpose of grant/contribution	[509(a)(1)				<u> </u>	_
General & Unrestricted					Amount	20.00
				<del></del>		20,00
<b>Name</b> WESTERN MICHIGAN CHRISTIAN	HIGH SCHOO!					
<u>Street</u>	HIGH SCHOOL		<del></del>			
455 E ELLIS RD						
City		State	Zip Code	Foreign Cou	ntry	
NORTON SHORES		ML	49441			
Relationship N/A	Foundation Status	•				
	509(a)(1)					

--