Form **990-PF**
Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052
2011

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation: BRUCE S & JAN L TRANEN CHARITABLE FOUNDATION
A Employer identification number: 36-4409364
Number and street (or P O box number if mail is not delivered to street address): 3920 NORTH LAKE SHORE DRIVE, APT 8S
Room/suite:
B Telephone number (see instructions): (773) 549-3920
City or town, state, and ZIP code: CHICAGO, IL 60613
C If exemption application is pending, check here ▶ ☐
D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 70,743.
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	3,646.	3,646.		ATCH 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	27,413.			
	b	Gross sales price for all assets on line 6a 93,825.				
	7	Capital gain net income (from Part IV, line 2)		27,413.		
	8	Net short-term capital gain			1,281.	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	31,059.	31,059.	1,281.	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) ATCH 2	2,580.			
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) **	22.	22.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 4	896.	881.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	3,498.	903.		
	25	Contributions, gifts, grants paid	17,268.			17,268.
	26	**Total expenses and disbursements** Add lines 24 and 25	20,766.	903.	0	17,268.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	10,293.			
	b	**Net investment income** (if negative, enter -0-)		30,156.		
	c	**Adjusted net income** (if negative, enter -0-)			1,281.	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing	4,587.	6,860.	6,860.
2	Savings and temporary cash investments			
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule) ATCH 5	61,220.	69,240.	63,883.
c	Investments - corporate bonds (attach schedule)			
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule)			
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)	65,807.	76,100.	70,743.
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27	Capital stock, trust principal, or current funds	65,807.	76,100.	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	65,807.	76,100.	
31	**Total liabilities and net assets/fund balances** (see instructions)	65,807.	76,100.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	65,807.
2	Enter amount from Part I, line 27a	2	10,293.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	76,100.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	76,100.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	27,413.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	1,281.

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	5,226.	67,463.	0.077465
2009	9,831.	64,649.	0.152067
2008	8,537.	99,476.	0.085820
2007	8,693.	122,712.	0.070841
2006	10,632.	120,097.	0.088528

2 **Total** of line 1, column (d)	2	0.474721
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.094944
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	75,738.
5 Multiply line 4 by line 3	5	7,191.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	302.
7 Add lines 5 and 6	7	7,493.
8 Enter qualifying distributions from Part XII, line 4	8	17,268.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ______________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	302.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	302.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	302.
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 109.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	109.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	193.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 0 **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ BRUCE S. TRANEN Telephone no. ▶ 773-549-3920

Located at ▶3920 N LAKE SHORE DR., APT 8S CHICAGO, IL ZIP + 4 ▶ 60613

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			

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

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

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 6		0	0	0

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

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

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

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a	Average monthly fair market value of securities	1a	66,950.
b	Average of monthly cash balances	1b	9,941.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	76,891.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	76,891.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	1,153.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	75,738.
6	**Minimum investment return.** Enter 5% of line 5	6	3,787.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	3,787.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	302.		
b	Income tax for 2011. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	302.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	3,485.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	3,485.
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	3,485.

Part XII Qualifying Distributions(see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	17,268.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	17,268.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	302.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	16,966.

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

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7					3,485.
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only					
b Total for prior years 20 09 ,20 08 ,20 07					
3 Excess distributions carryover, if any, to 2011					
a From 2006	584.				
b From 2007	2,891.				
c From 2008	3,687.				
d From 2009	6,611.				
e From 2010	1,870.				
f **Total** of lines 3a through e		15,643.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 17,268.					
a Applied to 2010, but not more than line 2a					
b Applied to undistributed income of prior years (Election required - see instructions)					
c Treated as distributions out of corpus (Election required - see instructions)					
d Applied to 2011 distributable amount					3,485.
e Remaining amount distributed out of corpus		13,783.			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		29,426.			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount - see instructions					
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions					
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012					
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)		584.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		28,842.			
10 Analysis of line 9					
a Excess from 2007	2,891.				
b Excess from 2008	3,687.				
c Excess from 2009	6,611.				
d Excess from 2010	1,870.				
e Excess from 2011	13,783.				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 7				
Total . . . . ▶ **3a**				17,268.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	3,646.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	27,413.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				31,059.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 31,059.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

▶ [signature] | 5-11-12 | ▶ Trustee

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Marianne Phalin	[signature]	5-8-12		P00066939
Firm's name ▶ MILLER, COOPER & CO., LTD.			Firm's EIN ▶ 36-2897372	
Firm's address ▶ 1751 LAKE COOK ROAD, SUITE 400 DEERFIELD, IL 60015			Phone no 847-205-5000	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					454.	
		SMITH BARNEY #06365 - ST - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	VAR
9,752.		8,583.					1,169.	
		SMITH BARNEY #06365 - LT - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	VAR
83,507.		57,829.					25,678.	
		SMITH BARNEY #13120 - ST - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	VAR
112.							112.	
TOTAL GAIN (LOSS)							27,413.	

Ref. 00015794 00117797

MorganStanley
SmithBarney

2011 Year End Summary

DECLARATION OF TRUST ESTABLISH

Account Number 770-06365-12 110

Details of Short Term Gain (Loss) 2011

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received In addition, although cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor. For additional information regarding this section see enclosed brochure.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
125000040	1 94	ALGER SMALLCAP GROWTH INSTITUTIONAL FD CL I	07/23/10	07/07/11	$ 61 01	$ 44 62	$ 16 39	$ 0 00
						$ 44 62	**$ 16.39**	$ 0 00
	10 897		07/23/10		342.71	250.63	92 08	0.00
						250 63	**92 08**	0 00
	13 843		07/23/10		435 37	318 39	116 98	0.00
						318 39	**116.98**	0.00
125000060	1 088	AMERICAN CENTURY INTERNATIONAL BOND	09/21/10	07/07/11	15 84	15.58	26	0.00
						15 58	**.26**	0.00
	046		12/14/10		67	64	03	0 00
						64	**.03**	0.00
	403		12/14/10		5 87	5 65	22	0 00
						5.65	**22**	0 00
	1 914		12/28/10		27 87	25.93	1 94	0.00
						25 93	**1.94**	0.00
	11.082		01/14/11		161 33	152 26	9 07	0.00
						152 26	**9.07**	0 00
125000160	3 911	GLENMEDE PHILADELPHIA INTERNATIONAL FUND	07/12/10	07/07/11	50 61	41.07	9.54	0.00
						41 07	**9.54**	0 00
	7 054		07/12/10		91 28	74 07	17.21	0 00
						74 07	**17.21**	0 00
	3 072		10/11/10		39 75	36 65	3.10	0 00
						36.65	**3 10**	0 00
	77		12/14/10		9 96	9 37	59	0 00
						9.37	**.59**	0.00
	2.497		04/11/11		32.30	32 54	(24)	0.00
						32.54	**(.24)**	0 00
125000180	9 175	GROWTH FUND OF AMERICA CLASS F1	07/23/10	07/07/11	297 09	244.34	52 75	0 00
						244.34	**52.75**	0 00
	17.059		07/23/10		552 37	454 29	98 08	0 00
						454 29	**98 08**	0 00
	101 454		07/23/10		3,285 08	2,701 71	583 37	0 00
						2,701.71	**583.37**	0 00
	4 921		12/22/10		159 34	148 37	10.97	0.00
						148.37	**10.97**	0 00

2011 YEAR END SUMMARY

Ref. 00015794 00117798

MorganStanley
SmithBarney

2011 Year End Summary

DECLARATION OF TRUST ESTABLISH

Account Number 770-06365-12 110

Details of Short Term Gain (Loss) 2011 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
	1 577		01/14/11		$ 51 06	$ 48 83	$ 2 23	$ 0.00
						$ 48.83	**$ 2 23**	$ 0 00
	34 428		01/14/11		1,114 78	1,065 90	48 88	0 00
						1,065.90	**48.88**	0.00
	.777		04/15/11		25.16	24.56	60	0 00
						24 56	**.60**	0 00
	2 398		04/15/11		77 65	75 82	1.83	0.00
						75.82	**1.83**	0.00
	14 842		04/15/11		480 59	469 31	11 28	0 00
						469.31	**11.28**	0 00
125000200	1 894	LAZARD EMERGING MKTS EQUITY PORT INST'L SHS	08/12/10	07/07/11	41 74	37.14	4 60	0 00
						37.14	**4 60**	0.00
	6 184		12/29/10		136 30	131 84	4 46	0 00
						131.84	**4.46**	0 00
	2 109		04/15/11		46 48	45.93	.55	0.00
						45 93	**.55**	0 00
	8 737		04/15/11		192 55	190 29	2.26	0 00
						190 29	**2.26**	0.00
125000220	.562	NORTHERN SMALL CAP VALUE FUND	12/21/10	07/07/11	9 31	8 58	73	0 00
						8 58	**73**	0 00
	34 089		01/14/11		564 85	531 10	33 75	0 00
						531.10	**33.75**	0 00
	223		04/15/11		3 69	3 55	14	0 00
						3 55	**14**	0 00
125000260	7 444	TCW RELATIVE VALUE LARGE CAP FD CLASS N	12/29/10	07/07/11	108 09	100 20	7 89	0 00
						100.20	**7.89**	0 00
	50 1		01/14/11		727 45	697 39	30 06	0 00
						697 39	**30 06**	0 00
125000280	1 294	WESTERN ASSET CORE PLUS BOND FUND CL I	08/02/10	07/07/11	14 20	13 99	.21	0 00
						13.99	**.21**	0 00
	1.131		09/01/10		12 41	12 35	06	0 00
						12 35	**.06**	0 00
	1.115		10/01/10		12 23	12 22	01	0 00
						12 22	**.01**	0 00
	1 204		11/01/10		13 21	13 26	(05)	0.00
						13.26	**(.05)**	0 00
	1.168		12/01/10		12 81	12 74	07	0 00
						12 74	**07**	0.00

2011 YEAR END SUMMARY

2011 Year End Summary

DECLARATION OF TRUST ESTABLISH

Account Number 770-06365-12 110

Details of Short Term Gain (Loss) 2011 - continued

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost / Adjusted Cost	Original Gain/(Loss) / Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
	1.957		01/03/11		$ 21 47	$ 21.10	$ 37	$ 0 00
						$ 21 10	$ 37	$ 0 00
	4 703		01/14/11		51 59	50 84	75	0 00
						50.84	.75	0 00
	33 268		01/14/11		364 95	359 63	5 32	0 00
						359 63	5.32	0 00
	.052		02/01/11		57	.56	.01	0 00
						.56	.01	0 00
	1 01		02/01/11		11 08	10 93	15	0 00
						10 93	.15	0 00
	.099		03/01/11		1 09	1 07	02	0.00
						1.07	.02	0 00
	1.002		03/01/11		10 99	10 86	13	0 00
						10.86	.13	0 00
	1.078		04/01/11		11 83	11 67	16	0 00
						11 67	.16	0.00
	3 321		04/15/11		36 43	36.17	26	0.00
						36 17	.26	0.00
	.004		05/02/11		04	04	0 00	0.00
						04	0.00	0 00
	.911		05/02/11		9 99	9 97	02	0 00
						9 97	.02	0 00
	006		06/01/11		07	07	0 00	0 00
						.07	0.00	0.00
	.859		06/01/11		9.42	9 48	(.06)	0.00
						9 48	(06)	0 00
	.894		07/01/11		9 81	9 79	02	0 00
						9.79	.02	0.00
Total						$ 8,583 29	$ 1,169.05	$ 0 00
					$ 9,752 34	$ 8,583 29	$ 1,169.05	$ 0 00

2011 YEAR END SUMMARY

Ref. 00015794 00117800

MorganStanley
SmithBarney

2011 Year End Summary

DECLARATION OF TRUST ESTABLISH

Account Number 770-06365-12 110

Details of Long Term Gain (Loss) 2011

This section shows your sales of securities during the year The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor. For additional information regarding this section see enclosed brochure.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
125000010	5 298	ALGER SMALLCAP GROWTH INSTITUTIONAL FD CL I EXCHANGE OUT BUY CONFIRM TO FOLLOW	04/17/09	01/14/11	$ 152 26	$ 87 52 $ 87.52	$ 64.74 $ 64 74	$ 0 00 $ 0 00
125000020	1 699	ALGER SMALLCAP GROWTH INSTITUTIONAL FD CL I EXCHANGE OUT BUY CONFIRM TO FOLLOW	04/17/09	01/14/11	48 83	28 07 28 07	20 76 20.76	0 00 0 00
125000030	2 49	ALGER SMALLCAP GROWTH INSTITUTIONAL FD CL I EXCHANGE OUT BUY CONFIRM TO FOLLOW	04/17/09	04/15/11	75 82	41 14 41.14	34 68 34.68	0 00 0.00
125000040	29 023	ALGER SMALLCAP GROWTH INSTITUTIONAL FD CL I	04/17/09	07/07/11	912 77	479 46 479 46	433 31 433 31	0 00 0 00
	25 754		08/21/09		809 96	514.83 514 83	295 13 295 13	0.00 0.00
125000050	1 716	AMERICAN CENTURY INTERNATIONAL BOND EXCHANGE OUT BUY CONFIRM TO FOLLOW	03/21/07	04/15/11	24 56	24 02 24 02	54 .54	0 00 0 00
125000060	26 778	AMERICAN CENTURY INTERNATIONAL BOND	03/21/07	07/07/11	389 89	374 90 374 90	14 99 14 99	0 00 0 00
	1 365		09/13/07		19 87	19 50 19.50	.37 37	0 00 0 00
	052		09/21/07		76	74 .74	02 .02	0 00 0 00
	.633		10/19/07		9 22	9 29 9.29	(07) (07)	0.00 0 00
	4 168		01/03/08		60 69	60 60 60.60	09 09	0 00 0.00
	8.24		03/19/08		119.97	130 60 130 60	(10.63) (10.63)	0 00 0 00
	3.418		09/25/08		49.77	47.82 47 82	1 95 1 95	0 00 0 00

2011 YEAR END SUMMARY

MorganStanley
SmithBarney

Ref. 00015794 00117801

2011 Year End Summary

DECLARATION OF TRUST ESTABLISH

Account Number 770-06365-12 110

Details of Long Term Gain (Loss) 2011 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
	.043		12/16/08		$ .63	$ 62 $ 62	$ 01 $ 01	$ 0 00 $ 0 00
	1 368		12/16/08		19 92	19 69 19 69	23 .23	0 00 0 00
	1.046		12/29/08		15 23	14 84 14 84	.39 39	0 00 0 00
	.495		04/17/09		7 21	6 59 6.59	62 62	0 00 0 00
	9 513		08/21/09		138 51	142 13 142.13	(3 62) (3.62)	0 00 0 00
	301		09/15/09		4.38	4.47 4.47	(.09) (.09)	0.00 0.00
	1.749		09/15/09		25 47	25 99 25.99	(52) (.52)	0 00 0.00
	.762		12/29/09		11.09	11.00 11 00	.09 .09	0.00 0 00
	11 377		06/04/10		165 65	148 81 148.81	16 84 16 84	0 00 0.00
125000070	15	CHIPOTLE MEXICAN GRILL	08/18/00	10/19/11	4,534 16	533 34 533.34	4,000.82 4,000 82	0.00 0 00
125000080	74 913	GLENMEDE PHILADELPHIA INTERNATIONAL FUND	01/18/08	01/14/11	947 65	1,280 26 1,280 26	(332.61) (332.61)	0.00 0.00
	9 348	EXCHANGE OUT BUY CONFIRM TO FOLLOW	03/19/08		118 25	149 57 149 57	(31 32) (31.32)	0.00 0 00
125000090	55 13	GLENMEDE PHILADELPHIA INTERNATIONAL FUND EXCHANGE OUT BUY CONFIRM TO FOLLOW	03/19/08	01/14/11	697 39	882 07 882.07	(184 68) (184 68)	0 00 0.00
125000100	25 31	GLENMEDE PHILADELPHIA INTERNATIONAL FUND	03/19/08	01/14/11	320 17	404 96 404.96	(84 79) (84.79)	0 00 0.00
	.624	EXCHANGE OUT BUY CONFIRM TO FOLLOW	04/07/08		7.89	11.04 11 04	(3 15) (3.15)	0 00 0 00
	8.016		04/07/08		101 40	141 88 141.88	(40 48) (40.48)	0 00 0.00
	8.034		07/07/08		101 64	122 60 122 60	(20.96) (20 96)	0 00 0 00

2011 YEAR END SUMMARY

Ref 00015794 00117802

MorganStanley
SmithBarney

2011 Year End Summary

DECLARATION OF TRUST ESTABLISH

Account Number 770-06365-12 110

Details of Long Term Gain (Loss) 2011 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
125000110	17 844	GLENMEDE PHILADELPHIA	07/07/08	01/14/11	$ 225.73	$ 272 29	($ 46.56)	$ 0 00
		INTERNATIONAL FUND				**$ 272.29**	**($ 46 56)**	$ 0 00
	6 562	EXCHANGE OUT	10/06/08		83 01	78 68	4 33	0.00
		BUY CONFIRM TO FOLLOW				**78 68**	**4 33**	0 00
	7 753		10/29/08		98 07	66 75	31 32	0.00
						66 75	**31 32**	0 00
125000120	28 429	GLENMEDE PHILADELPHIA	10/29/08	01/14/11	359 63	244.78	114.85	0.00
		INTERNATIONAL FUND				**244.78**	**114 85**	0.00
		EXCHANGE OUT						
		BUY CONFIRM TO FOLLOW						
125000130	5 1	GLENMEDE PHILADELPHIA	10/29/08	04/15/11	65 94	43 91	22.03	0.00
		INTERNATIONAL FUND				**43.91**	**22.03**	0.00
	31.196	EXCHANGE OUT	10/29/08		403 37	268 60	134 77	0.00
		BUY CONFIRM TO FOLLOW				**268.60**	**134.77**	0 00
125000140	12.007	GLENMEDE PHILADELPHIA	10/29/08	04/15/11	155 25	103 38	51 87	0.00
		INTERNATIONAL FUND				**103.38**	**51.87**	0 00
		EXCHANGE OUT						
		BUY CONFIRM TO FOLLOW						
125000150	3 552	GLENMEDE PHILADELPHIA	10/29/08	04/15/11	45 93	30.58	15.35	0 00
		INTERNATIONAL FUND				**30 58**	**15.35**	0 00
		EXCHANGE OUT						
		BUY CONFIRM TO FOLLOW						
125000160	4 87	GLENMEDE PHILADELPHIA	10/29/08	07/07/11	63.02	41 93	21.09	0.00
		INTERNATIONAL FUND				**41 93**	**21.09**	0 00
	8 529		11/12/08		110 37	73 86	36.51	0.00
						73 86	**36 51**	0 00
	79 11		11/12/08		1,023 68	685 09	338 59	0 00
						685.09	**338.59**	0 00
	8 799		04/07/09		113 86	67 75	46 11	0 00
						67 75	**46.11**	0.00
	9 329		07/06/09		120 72	89 93	30 79	0 00
						89 93	**30 79**	0 00
	2.014		04/12/10		26.06	23 68	2 38	0 00
						23 68	**2 38**	0.00
	82.183		06/04/10		1,063 45	818 54	244 91	0 00
						818 54	**244.91**	0.00
	166 697		06/04/10		2,157 06	1,660 30	496 76	0 00
						1,660 30	**496.76**	0 00

2011 YEAR END SUMMARY

Ref. 00015794 00117803

MorganStanley
SmithBarney

2011 Year End Summary

DECLARATION OF TRUST ESTABLISH

Account Number 770-06365-12 110

Details of Long Term Gain (Loss) 2011 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
125000170	4,000	GOLDMAN SACHS GROUP INC SR UNSUB BK/ENTRY DTD 1/10/02 DUE 01/15/2012 RATE 6 600 YTM 1 522	05/07/09	05/24/11	$ 4,121 44	$ 4,214 08 **$ 4,051 32**	($ 92 64) **$ 70.12**	$ 0 00 $ 70.12
125000180	246 744	GROWTH FUND OF AMERICA CLASS F1	03/21/07	07/07/11	7,989 57	8,228.92 **8,228.92**	(239 35) **(239 35)**	0 00 0.00
	9 447		12/19/07		305 89	313 54 **313 54**	(7.65) **(7.65)**	0.00 0 00
	52.579		12/19/07		1,702 51	1,745.09 **1,745.09**	(42 58) **(42.58)**	0 00 0 00
	62 313		03/19/08		2,017.70	1,893 70 **1,893.70**	124 00 **124.00**	0 00 0.00
	12.941		09/19/08		419 03	377 37 **377 37**	41.66 **41.66**	0 00 0 00
	657		10/29/08		21 27	13 93 **13.93**	7 34 **7.34**	0 00 0.00
	14 738		10/29/08		477.22	312 44 **312 44**	164.78 **164 78**	0 00 0 00
	10 485		12/23/08		339.50	206.45 **206 45**	133 05 **133.05**	0.00 0.00
	11 268		04/17/09		364 86	238 44 **238.44**	126 42 **126.42**	0 00 0 00
	29 741		04/17/09		963 01	629.32 **629 32**	333 69 **333.69**	0 00 0.00
	3 815		12/22/09		123 53	102 89 **102.89**	20 64 **20.64**	0 00 0 00
	20.455		06/04/10		662 33	525 08 **525 08**	137 25 **137.25**	0 00 0 00
125000190	2 343	LAZARD EMERGING MKTS EQUITY PORT INST'L SHS EXCHANGE OUT BUY CONFIRM TO FOLLOW	12/27/07	01/14/11	50 84	55 90 **55.90**	(5 06) **(5.06)**	0 00 0.00
125000200	24 346	LAZARD EMERGING MKTS EQUITY PORT INST'L SHS	12/27/07	07/07/11	536 59	580 89 **580.89**	(44.30) **(44.30)**	0 00 0 00
	9 263		12/27/07		204 16	221.01 **221.01**	(16 85) **(16 85)**	0 00 0 00
	1.255		01/18/08		27.66	28 19 **28 19**	(53) **(53)**	0 00 0 00
	4 09		01/18/08		90 14	91 87 **91 87**	(1 73) **(1.73)**	0 00 0 00

2011 YEAR END SUMMARY

Ref 00015794 00117804

MorganStanley SmithBarney

2011 Year End Summary

DECLARATION OF TRUST ESTABLISH

Account Number 770-06365-12 110

Details of Long Term Gain (Loss) 2011 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
	9.349		01/18/08		$ 206.05	$ 209.97 $ 209 97	($ 3 92) ($ 3 92)	$ 0 00 $ 0 00
	50 886		01/18/08		1,121 53	1,142 91 1,142.91	(21 38) (21.38)	0 00 0.00
	30 701		03/19/08		676 65	653 00 653 00	23 65 23.65	0 00 0 00
	12 214		04/11/08		269 20	283 24 283 24	(14.04) (14.04)	0 00 0.00
	16 978		04/11/08		374 20	393 72 393.72	(19 52) (19 52)	0 00 0 00
	13 691		08/28/08		301 75	276 01 276 01	25.74 25.74	0.00 0.00
	3 417		08/28/08		75 31	68 89 68.89	6.42 6.42	0 00 0 00
	54 416		09/19/08		1,199 33	1,012.68 1,012 68	186 65 186.65	0 00 0 00
	.125		10/29/08		2 75	1 39 1.39	1.36 1.36	0.00 0 00
	39 946		10/29/08		880 41	444 60 444 60	435 81 435 81	0.00 0 00
	45 929		10/29/08		1,012 28	511.19 511 19	501 09 501.09	0 00 0.00
	29 022		02/09/09		639 64	307 05 307 05	332.59 332.59	0 00 0.00
	18 948		02/09/09		417 61	200 47 200 47	217.14 217 14	0 00 0 00
	16 087		02/09/09		354 56	170 20 170.20	184 36 184.36	0 00 0.00
	1.823		04/17/09		40 18	21 99 21 99	18.19 18.19	0 00 0 00
	86 68		08/21/09		1,910 43	1,404 21 1,404.21	506 22 506.22	0 00 0 00
	13 152		12/30/09		289 87	236 08 236.08	53 79 53.79	0 00 0.00
	33 626		06/04/10		741 12	577 70 577.70	163 42 163.42	0.00 0 00
125000210	46	LOCKHEED MARTIN CORP	08/04/00	10/19/11	3,362 79	200 00 d 200 00	3,162.79 3,162.79	0 00 0 00

2011 YEAR END SUMMARY

Ref· 00015794 00117805

MorganStanley SmithBarney

2011 Year End Summary

DECLARATION OF TRUST ESTABLISH

Account Number 770-06365-12 110

Details of Long Term Gain (Loss) 2011 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost / Adjusted Cost	Original Gain/(Loss) / Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
125000220	62 887	NORTHERN SMALL CAP VALUE FUND	08/21/09	07/07/11	$ 1,042 04	$ 732.64	$ 309 40	$ 0 00
						$ 732 64	**$ 309 40**	$ 0 00
	11.838		08/21/09		196.16	137 91	58 25	0 00
						137 91	**58.25**	0 00
	4 809		08/21/09		79 69	56 02	23 67	0 00
						56 02	**23 67**	0 00
	2 356		12/24/09		39 04	28 74	10 30	0 00
						28 74	**10.30**	0 00
125000230	13.169	TCW RELATIVE VALUE LARGE CAP FD CLASS N EXCHANGE OUT BUY CONFIRM TO FOLLOW	03/21/07	04/15/11	190 29	219 40	(29.11)	0.00
						219 40	**(29.11)**	0 00
125000240	2 503	TCW RELATIVE VALUE LARGE CAP FD CLASS N EXCHANGE OUT BUY CONFIRM TO FOLLOW	03/21/07	04/15/11	36.17	41 70	(5 53)	0.00
						41.70	**(5 53)**	0.00
125000250	246	TCW RELATIVE VALUE LARGE CAP FD CLASS N EXCHANGE OUT BUY CONFIRM TO FOLLOW	03/21/07	04/15/11	3 55	4 10	(55)	0 00
						4 10	**(55)**	0.00
125000260	56 54	TCW RELATIVE VALUE LARGE CAP FD CLASS N	03/21/07	07/07/11	820 96	941 95	(120 99)	0 00
						941 95	**(120.99)**	0 00
	13 238		09/21/07		192 22	223 45	(31 23)	0 00
						223.45	**(31.23)**	0.00
	2 081		10/19/07		30.22	34 38	(4 16)	0 00
						34.38	**(4 16)**	0 00
	8 12		10/19/07		117 90	134 14	(16 24)	0 00
						134 14	**(16.24)**	0 00
	10 912		10/19/07		158.44	180 26	(21 82)	0.00
						180 26	**(21.82)**	0 00
	337		10/19/07		4 89	5.56	(67)	0 00
						5 56	**(67)**	0.00
	26 485		12/28/07		384 56	412 63	(28.07)	0 00
						412.63	**(28.07)**	0 00
	1 571		12/28/07		22 81	24 47	(1 66)	0 00
						24 47	**(1 66)**	0.00
	9 69		12/28/07		140 70	150 97	(10 27)	0.00
						150.97	**(10.27)**	0.00
	95 19		03/19/08		1,382 16	1,306 00	76 16	0 00
						1,306 00	**76 16**	0 00

2011 YEAR END SUMMARY

Ref: 00015794 00117806

MorganStanley SmithBarney

2011 Year End Summary

DECLARATION OF TRUST ESTABLISH

Account Number 770-06365-12 110

Details of Long Term Gain (Loss) 2011 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
	175 318		04/11/08		$ 2,545 62	$ 2,470 23 **$ 2,470 23**	$ 75 39 **$ 75.39**	$ 0.00 $ 0 00
	318 994		04/11/08		4,631 79	4,494 63 **4,494.63**	137 16 **137.16**	0 00 0.00
	22.408		09/19/08		325 36	290 18 **290 18**	35.18 **35.18**	0.00 0 00
	37 978		10/29/08		551 44	350 16 **350.16**	201 28 **201 28**	0.00 0 00
	37 415		12/23/08		543 27	327 01 **327 01**	216 26 **216.26**	0 00 0 00
	15.797		12/30/09		229 37	186 09 **186.09**	43 28 **43 28**	0 00 0 00
	15 303		06/04/10		222 20	170 94 **170.94**	51 26 **51 26**	0 00 0 00
	35 375		06/04/10		513.65	395 14 **395.14**	118 51 **118.51**	0 00 0 00
125000270	3,000	WELLPOINT INC DTD 1/10/06 DUE 01/15/2011 RATE 5 000	05/08/09	01/18/11	3,000 00	3,084 33 **3,000 00**	(84 33) **0 00**	0 00 0 00
125000280	122 106	WESTERN ASSET CORE PLUS BOND FUND CL I	10/19/07	07/07/11	1,339.50	1,258 91 **1,258.91**	80.59 **80 59**	0.00 0 00
	.737		11/01/07		8 08	7.56 **7 56**	52 **.52**	0.00 0.00
	2 297		11/01/07		25 20	23 59 **23 59**	1 61 **1.61**	0 00 0 00
	1.512		12/03/07		16 59	15.48 **15.48**	1 11 **1.11**	0 00 0.00
	2 994		12/03/07		32 84	30 65 **30.65**	2 19 **2.19**	0 00 0 00
	4.581		01/02/08		50 25	46.68 **46 68**	3.57 **3.57**	0.00 0 00
	4 438		02/01/08		48 68	45 80 **45.80**	2 88 **2 88**	0 00 0.00
	3 796		03/03/08		41 64	38 26 **38 26**	3 38 **3 38**	0 00 0 00
	72 556		03/19/08		795 94	718.30 **718.30**	77 64 **77.64**	0 00 0 00
	.121		04/01/08		1 33	1 19 **1.19**	14 **.14**	0.00 0 00

2011 YEAR END SUMMARY

Ref 00015794 00117807

MorganStanley SmithBarney

2011 Year End Summary

DECLARATION OF TRUST ESTABLISH

Account Number 770-06365-12 110

Details of Long Term Gain (Loss) 2011 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost / Adjusted Cost	Original Gain/(Loss) / Adjusted Gain/(Loss)	Ordinary Income / Capital Gain/(Loss)
	4.203		04/01/08		$ 46.11	$ 41.56	$ 4.55	$ 0.00
						$ 41.56	$ 4 55	$ 0 00
	077		05/01/08		84	77	07	0 00
						.77	.07	0 00
	3 156		05/01/08		34 62	31.56	3.06	0.00
						31 56	3 06	0 00
	2.654		06/02/08		29 11	26 11	3 00	0.00
						26 11	3 00	0 00
	2.672		07/01/08		29 31	25 54	3 77	0 00
						25 54	3.77	0 00
	2 883		08/01/08		31 63	27.15	4 48	0 00
						27.15	4.48	0.00
	2.937		09/02/08		32 22	27 87	4 35	0.00
						27.87	4.35	0.00
	2 603		10/01/08		28 55	23.90	4 65	0 00
						23 90	4.65	0 00
	2 512		11/03/08		27.56	21 45	6 11	0 00
						21 45	6.11	0 00
	2 143		12/01/08		23 51	17 59	5 92	0 00
						17 59	5.92	0 00
	4 806		01/02/09		52 72	41 72	11 00	0.00
						41 72	11.00	0.00
	1 497		02/02/09		16 42	12 90	3.52	0.00
						12.90	3.52	0.00
	1 807		03/02/09		19 82	14 91	4 91	0 00
						14.91	4.91	0 00
	2 171		04/01/09		23 82	18 41	5 41	0 00
						18.41	5 41	0 00
	2 114		05/01/09		23 19	18.71	4.48	0.00
						18.71	4 48	0 00
	1 595		06/01/09		17.50	14.67	2 83	0 00
						14 67	2.83	0.00
	4 263		06/11/09		46 77	38 58	8.19	0 00
						38.58	8.19	0 00
	1 209		07/01/09		13.26	11 07	2.19	0 00
						11.07	2.19	0.00
	1 295		08/03/09		14 21	12 46	1 75	0 00
						12 46	1.75	0 00
	8 618		08/21/09		94 54	83 34	11.20	0 00
						83 34	11 20	0 00

2011 YEAR END SUMMARY

Ref· 00015794 00117808

MorganStanley
SmithBarney

2011 Year End Summary

DECLARATION OF TRUST ESTABLISH

Account Number 770-06365-12 110

Details of Long Term Gain (Loss) 2011 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
	.007		09/01/09		$ 08	$ 07 $ 07	$ 01 $ .01	$ 0.00 $ 0 00
	1 182		09/01/09		12 97	11 50 11.50	1 47 1.47	0 00 0.00
	.029		10/01/09		.32	29 .29	03 .03	0 00 0.00
	1 061		10/01/09		11 64	10 61 10.61	1.03 1.03	0 00 0 00
	1 244		11/02/09		13 65	12 60 12 60	1 05 1.05	0 00 0 00
	1 25		12/01/09		13 71	12.76 12.76	95 .95	0 00 0.00
	4 208		01/04/10		46 16	42 67 42.67	3 49 3.49	0 00 0 00
	1.153		02/01/10		12 65	11 92 11 92	73 .73	0 00 0.00
	1.179		03/01/10		12 93	12 23 12.23	70 70	0 00 0.00
	1.299		04/01/10		14 25	13 59 13 59	66 .66	0 00 0 00
	1.321		05/03/10		14.49	14.10 14.10	.39 .39	0.00 0.00
	091		05/20/10		1 00	97 .97	03 .03	0 00 0.00
	1.276		06/01/10		14 00	13 47 13.47	.53 .53	0.00 0 00
	1 28		07/01/10		14 04	13 67 13 67	37 .37	0 00 0 00
125000290	193	ZIMMER HOLDINGS INC	02/05/87	05/24/11	12,655.91	622 69 d 622 69	12,033.22 12,033.22	0 00 0 00
Total					$ 83,507.13	$ 58,075 67 $ 57,828.58	$ 25,431 46 $ 25,678.55	$ 0 00 $ 70 12

d Based on information supplied by your Financial Advisor

2011 YEAR END SUMMARY

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SMITH BARNEY CITIGROUP - INTEREST	304.	304.
SMITH BARNEY CITIGROUP - DIVIDENDS	1,050.	1,050.
SMITH BARNEY - MISC INVESTMENT INCOME	2,292.	2,292.
TOTAL	3,646.	3,646.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	2,580.			
TOTALS	2,580.			

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX		22.	22.
	TOTALS	22.	22.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ILLINOIS CHARITY BUREAU	15.	
INVESTMENT ADVISORY FEES	633.	633.
AMORTIZATION EXPENSE	248.	248.
TOTALS	896.	881.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SMITH BARNEY VARIOUS	69,240.	63,883.
TOTALS	69,240.	63,883.

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

ATTACHMENT 6

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION			
BRUCE S. TRANEN 3920 NORTH LAKE SHORE DRIVE, APT 8S CHICAGO, IL 60613	TRUSTEE	0	0	0
JAN TRANEN 3920 NORTH LAKE SHORE DRIVE, APT 8S CHICAGO, IL 60613	DIRECTOR	0	0	0
	GRAND TOTALS			

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMERICAN JEWISH WORLD SERVICE NEW YORK, NY 10018	NONE EXEMPT	CHARITABLE	500
WRITER'S THEATRE 376 PARK AVENUE GLENCOE, IL 60022	NONE EXEMPT	CHARITABLE	1,000
WFMT/WTTW CHICAGO, IL	NONE EXEMPT	CHARITABLE	40
LEAGUE OF ILLINOIS BICYCLISTS 2550 CHESHIRE DRIVE AURORA, IL	NONE EXEMPT	CHARITABLE	100
CHICAGO PUBLIC RADIO 848 EAST GRAND AVE NAVY PIER CHICAGO, IL 60611	NONE EXEMPT	CHARITABLE	60.
MIDWEST PALLIATIVE & HOSPICE CARECENTER 2050 CLAIRE COURT GLENVIEW, IL 60025	NONE EXEMPT	CHARITABLE	500

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NATIONAL MULTIPLE SCLEROSIS SOCIETY 733 THIRD AVE 3RD FLOOR NEW YORK, NY 10017	NONE EXEMPT	CHARITABLE	125.
TEMPLE SHOLOM 3480 NORTH LAKE SHORE DRIVE CHICAGO, IL 60657	NONE EXEMPT	CHARITABLE	2,000
CHICAGO SYMPHONY ORCHESTRA 220 S MICHIGAN AVE CHICAGO, IL 60604	NONE EXEMPT	CHARITABLE	1,000.
CHICAGO DRAMATISTS WORKSHOP 1105 W CHICAGO AVE CHICAGO, IL 60642	NONE EXEMPT	CHARITABLE	350
ACTIVE TRANSPORTATION ALLIANCE 9 W HUBBARD ST CHICAGO, IL 60610	NONE EXEMPT	CHARITABLE	30
AIDS WALK NY 9 W HUBBARD STREET CHICAGO, IL 60610	NONE EXEMPT	CHARITABLE	100

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMERICAN RED CROSS 2025 E STREET NW WASHINGTON, DC 20006	NONE EXEMPT	CHARITABLE	100
CARA 549 WEST RANDOLPH, SUITE 704 CHICAGO, IL 60661	NONE EXEMPT	CHARITABLE	63.
CHILDREN'S MIRACLE NETWORK HOSPITALS 205 W 700 S SALT LAKE CITY, UT 84101	NONE EXEMPT	CHARITABLE	100.
FIELD MUSUEM 1400 S LAKE SHORE DRIVE CHICAGO, IL 60605-2496	NONE EXEMPT	CHARITABLE	150
FRIENDS OF THE PARKS 17 NORTH STATE STREET, SUITE 1450 CHICAGO, IL 60602-3315	NONE EXEMPT	CHARITABLE	50.
GREATER CHICAGO FOOD DEPOSITORY 4100 WEST ANN LURIE PLACE CHICAGO, IL 60632	NONE EXEMPT	CHARITABLE	5,000

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LAKEVIEW FOOD PANTRY 3831 N BROADWAY CHICAGO, IL 60613	NONE EXEMPT	CHARITABLE	5,000
LEUKEMIA & LYMPHONA SOCIETY OF AMERICA 475 PARK AVENUE SOUTH, 8TH FLOOR NEW YORK, NY 10016	NONE EXEMPT	CHARITABLE	50
NATIONAL COUNCIL OF JEWISH WOMEN NY 820 SECOND AVENUE NEW YORK, NY 10017-4504	NONE EXEMPT	CHARITABLE	500
PENN STATE DANCE MARATHON 210 HETZEL UNION BUILDING UNIVERSITY PARK, PA 16802	NONE EXEMPT	CHARITABLE	100.
PARENT PROJECT FOR MUSCULAR DISTROPHY 401 HACKENSACK AVENUE, 9TH FLOOR HACKENSACK, NJ 07601	NONE EXEMPT	CHARITABLE	50
WORLD BIKE RELIEF 1333 N KINGSBURY, 4TH FLOOR CHICAGO, IL 60642	NONE EXEMPT	CHARITABLE	300.
		TOTAL CONTRIBUTIONS PAID	17,268.

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2011

Name of estate or trust	Employer identification number
BRUCE S & JAN L TRANEN CHARITABLE FOUNDATION	36-4409364

Note: *Form 5227 filers need to complete* ***only*** *Parts I and II*

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	1,281.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	1,281.

Part II **Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	25,678.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	454.
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	26,132.

Part III Summary of Parts I and II
Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			1,281.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			26,132.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			27,413.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 15, column (3) **or** b $3,000 ..... 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) 17

18 Enter the **smaller** of line 14a or 15 in column (2) but not less than zero 18

19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) 19

20 Add lines 18 and 19 20

21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶ 21

22 Subtract line 21 from line 20 If zero or less, enter -0- 22

23 Subtract line 22 from line 17 If zero or less, enter -0- 23

24 Enter the **smaller** of the amount on line 17 or $2,300 24

25 Is the amount on line 23 equal to or more than the amount on line 24?
☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box
☐ **No.** Enter the amount from line 23 25

26 Subtract line 25 from line 24 26

27 Are the amounts on lines 22 and 26 the same?
☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22 27

28 Enter the amount from line 26 (If line 26 is blank, enter -0-) 28

29 Subtract line 28 from line 27 29

30 Multiply line 29 by 15% (15) 30

31 Figure the tax on the amount on line 23 Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) 31

32 Add lines 30 and 31 32

33 Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) 33

34 **Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) 34

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SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2011

Name of estate or trust: BRUCE S & JAN L TRANEN CHARITABLE FOUNDATION

Employer identification number: 36-4409364

Part I — Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a SMITH BARNEY #06365 - ST - SEE ATTACHED			9,752.	8,583.	1,169.
SMITH BARNEY #13120 - ST - SEE ATTACHED			112.		112.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 1,281.

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a SMITH BARNEY #06365 - LT - SEE ATTACHED			83,507.	57,829.	25,678.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . 25,678.

2011

Description of Property

DEPRECIATION

Asset description	Date placed in service	Unadjusted Cost or basis	Bus %	179 exp reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
Less Retired Assets															
Subtotals															

Listed Property

Asset description	Date placed in service	Unadjusted Cost or basis	Bus %	179 exp reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
Less Retired Assets															
Subtotals															
TOTALS															

AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
ORGANIZATION COST	01/06/2001	500	500.	500	A248	5 000	
ORGANIZATION COSTS	01/06/2001	1,500.	1,500	1,500	A248	5 000	
TOTALS		2,000.	2,000.	2,000.			

*Assets Retired

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