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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation BERDACH, OTTO P T/U/W		A Employer identification number 36-6510739
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (888) 730-4933
Wells Fargo Bank N A - PO Box 63954 MAC A0348-012		C If exemption application is pending check here <input type="checkbox"/>
City or town state, and ZIP code SAN FRANCISCO CA 94163		D 1 Foreign organizations, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		2. Foreign organizations meeting the 85% test check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 227,254		F If the foundation is in a 60-month termination under section 507(b)(1)(B) check here <input type="checkbox"/>
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	6,382	6,244		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	13,986			
b Gross sales price for all assets on line 6a	83,186			
7 Capital gain net income (from Part IV, line 2)		13,986		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	0	0	0	
12 Total. Add lines 1 through 11	20,368	20,230	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	2,971	2,228		743
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	1,089	0	0	1,089
c Other professional fees (attach schedule)	0	0	0	0
17 Interest				
18 Taxes (attach schedule) (see instructions)	1,260	154	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	10	0	0	10
24 Total operating and administrative expenses Add lines 13 through 23	5,330	2,382	0	1,842
25 Contributions, gifts, grants paid	15,000			15,000
26 Total expenses and disbursements Add lines 24 and 25	20,330	2,382	0	16,842
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	38			
b Net investment income (if negative, enter -0-)		17,848		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

(HTA)

Form **990-PF** (2011)

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	0	0		
	2 Savings and temporary cash investments	13,000	7,042	7,042	
	3 Accounts receivable ▶	0			
	Less allowance for doubtful accounts ▶	0	0	0	
	4 Pledges receivable ▶	0			
	Less allowance for doubtful accounts ▶	0	0	0	
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0	
	7 Other notes and loans receivable (attach schedule) ▶	0			
	Less allowance for doubtful accounts ▶	0	0	0	
	8 Inventories for sale or use	0	0		
	9 Prepaid expenses and deferred charges		0		
	10 a Investments—U S and state government obligations (attach schedule)	0	0	0	
	b Investments—corporate stock (attach schedule)	0	0	0	
	c Investments—corporate bonds (attach schedule)	0	0	0	
		11 Investments—land, buildings, and equipment basis ▶	0		
Less accumulated depreciation (attach schedule) ▶		0	0	0	
12 Investments—mortgage loans					
13 Investments—other (attach schedule)		202,473	208,247	220,212	
14 Land, buildings, and equipment basis ▶		0			
Less accumulated depreciation (attach schedule) ▶		0	0	0	
15 Other assets (describe ▶)		0	0	0	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		215,473	215,289	227,254	
Liabilities		17 Accounts payable and accrued expenses	0	0	
		18 Grants payable			
	19 Deferred revenue	0	0		
	20 Loans from officers, directors trustees, and other disqualified persons	0	0		
	21 Mortgages and other notes payable (attach schedule)	0	0		
	22 Other liabilities (describe ▶)	0	0		
	23 Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds	215,473	215,289		
	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)	215,473	215,289			
31 Total liabilities and net assets/fund balances (see instructions)	215,473	215,289			

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	215,473
2 Enter amount from Part I, line 27a	2	38
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	1,320
4 Add lines 1, 2, and 3	4	216,831
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	1,542
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	215,289

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j) if any		
a	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 { If (loss), enter -0- in Part I, line 7			2	13,986
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0

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

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

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

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

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

(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	11,753	235,950	0.049811
2009	12,630	211,739	0.059649
2008	11,724	263,164	0.044550
2007	14,750	303,523	0.048596
2006			0.000000
2 Total of line 1, column (d)			2 0.202606
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 0.050652
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 249,046
5 Multiply line 4 by line 3			5 12,615
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 178
7 Add lines 5 and 6			7 12,793
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 16,842

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	178
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3 Add lines 1 and 2		3	178
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	178
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	599	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	0	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	599	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	421	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax	11	243	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933 Located at ▶ PO Box 63954 MAC A0348-012 SAN FRANCISCO CA ZIP+4 ▶ 94163			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

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

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

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

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

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

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

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

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

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b N/A

6b X

7b N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account other allowances
Wells Fargo Bank, N A PO Box 63954 MAC A0348-012 SAN FRANCIS	Trustee	4 00 2,971	0	0
-----	00	0	0	0
-----	00	0	0	0
-----	00	0	0	0

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

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

Total number of other employees paid over \$50,000 ▶				0

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

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	239,029
b	Average of monthly cash balances	1b	13,810
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	252,839
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	252,839
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	3,793
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	249,046
6	Minimum investment return. Enter 5% of line 5	6	12,452

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	12,452
2a	Tax on investment income for 2011 from Part VI, line 5	2a	178
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	178
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	12,274
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	12,274
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	12,274

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	16,842
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	16,842
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	178
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	16,664

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				12,274
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			8,542	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	NONE			
d From 2009	NONE			
e From 2010	NONE			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 16,842				
a Applied to 2010, but not more than line 2a			8,542	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)	0			
d Applied to 2011 distributable amount				8,300
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				3,974
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007	0			
b Excess from 2008	0			
c Excess from 2009	0			
d Excess from 2010	0			
e Excess from 2011	0			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]Form **990-PF** (2011)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Statement				
Total			3a	15,000
b Approved for future payment NONE				
Total			3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1	Program service revenue					
a			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
f			0		0	0
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	6,382	
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	13,986	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a		0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
12	Subtotal. Add columns (b), (d), and (e)		0		20,368	0
13	Total. Add line 12, columns (b), (d), and (e)				13	20,368

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Security Category	Account #	CUSIP	Asset Name	Units	Fed Cost	FMV
Invest - Other	808192	999612906	TAXABLE SHORT-TERM BOND FUND	572 7552	4659 44	4633 59
Invest - Other	808192	999708902	TAXABLE INTERMEDIATE TERM BD FD	1151 135	10985 08	11707 04
Invest - Other	808192	991283912	TAXABLE TOTAL RETURN BOND FUND	1524 016	10311 09	11780 64
Invest - Other	808192	140995127	CAPITAL PARTNERS CORE EQUITY FUND	1203 902	12028 05	13242 92
Savings & Temp Inv	808192	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	5563 93	5563 93	5563 93
Savings & Temp Inv	808192	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	1477 65	1477 65	1477 65
Invest - Other	808192	589509108	MERGER FD SH BEN INT #260	294 78	4637 8	4595 62
Invest - Other	808192	693330882	PIMCO FOREIGN BD FD USD H-INST #103	392 583	4177 08	4153 53
Invest - Other	808192	81369Y308	CONSUMER STAPLES SECTOR SPDR TR	123	3305 03	3996 27
Invest - Other	808192	81369Y605	AMEX FINANCIAL SELECT SPDR	350	4990 75	4550
Invest - Other	808192	81369Y100	AMEX MATERIALS SPDR	19	591 78	636 5
Invest - Other	808192	81369Y803	AMEX TECHNOLOGY SELECT SPDR	237	5177 65	6031 65
Invest - Other	808192	81369Y506	AMEX ENERGY SELECT SPDR	58	3084 28	4009 54
Invest - Other	808192	81369Y886	AMEX UTILITIES SPDR	14	421 16	503 72
Invest - Other	808192	464287804	ISHARES TR SMALLCAP 600 INDEX FD	204	14152 99	13933 2
Invest - Other	808192	464287705	ISHARES S&P MIDCAP 400 VALUE	92	6241 83	6990 16
Invest - Other	808192	464287606	ISHARES S&P MIDCAP 400 GROWTH	74	6073 36	7306 02
Invest - Other	808192	464287465	ISHARES MSCI EAFE	558	28979 39	27637 74
Invest - Other	808192	81369Y704	AMEX INDUSTRIAL SPDR	98	2852 78	3307 5
Invest - Other	808192	81369Y209	AMEX HEALTH CARE SPDR	100	2860 99	3469
Invest - Other	808192	81369Y407	AMEX CONSUMER DISCR SPDR	81	2476 39	3160 62
Invest - Other	808192	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	639 071	9436 4	8410 17
Invest - Other	808192	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	737 603	10036 01	9168 41
Invest - Other	808192	94985D582	WELLS FARGO ADV INTL BOND-IS #4705	365 322	4179 28	4146 4
Invest - Other	808192	922908553	VANGUARD REIT VIPER	156	4651 26	9048
Invest - Other	808192	922042858	VANGUARD MSCI EMERGING MARKETS ETF	463	15823 61	17691 23
Invest - Other	808192	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	259	7814 17	8243 97
Invest - Other	808192	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	398	6165 02	6738 14
Invest - Other	808192	949917538	WELLS FARGO ADV HI INC-INS #3110	1370 33	9888 09	10003 41
Invest - Other	808192	22544R305	CREDIT SUISSE COMM RT ST-CO #2156	1359 034	12245 94	11116 9
					215288 28	227253 47

BERDACH, OTTO P T/U/W

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

DISABLED RESOURCES CENTER

Street

2750 EAST SPRING STREET SUITE 100

City

LONG BEACH

State

CA

Zip Code

90806

Foreign Country

Relationship

NONE

Foundation Status

501(c)(1) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,000

Name

GRANDPARENTS AS PARENTS, INC

Street

22048 SHERMAN WAY SUITE 217

City

CANOGA PARK

State

CA

Zip Code

91303

Foreign Country

Relationship

NONE

Foundation Status

501(c)(1) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,000

Name

BOYS & GIRLS CLUBS OF LONG BEACH

Street

3635 LONG BEACH BLVD

City

LONG BEACH

State

CA

Zip Code

90807

Foreign Country

Relationship

NONE

Foundation Status

501(c)(1) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

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

Totals																	
Gross Sales										Cost, Other Basis and Expenses			Net Gain or Loss				
Securities										83,186			69,200			13,986	
Other sales										0			0			0	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss			
1	X	TAXABLE INTERMEDIATE TER	999708902			4/29/2011		8/15/2011	2,488	2,436				32			
2	X	TAXABLE INTERMEDIATE TER	999708902			4/29/2011		10/21/2011	765	774				-9			
3	X	CAPITAL PARTNERS CORE E	140995127			4/29/2011		12/30/2011	180	192				-12			
4	X	CAPITAL PARTNERS CORE E	140995127			7/22/2010		12/30/2011	11	9				2			
5	X	CREDIT SUISSE COMM RT ST	22544R305			11/23/2010		2/7/2011	1,086	1,033				53			
6	X	CREDIT SUISSE COMM RT ST	22544R305			11/23/2010		4/29/2011	459	404				55			
7	X	DIAMOND HILL LONG-SHORT	25264S833			7/26/2010		10/21/2011	399	372				27			
8	X	DIAMOND HILL LONG-SHORT	25264S833			7/26/2010		12/27/2011	478	434				44			
9	X	HUSSMAN STRATEGIC GROW	448108100			2/11/2008		8/15/2011	135	169				-34			
10	X	HUSSMAN STRATEGIC GROW	448108100			2/19/2008		8/15/2011	870	1,083				-213			
11	X	HUSSMAN STRATEGIC GROW	448108100			2/19/2008		10/21/2011	353	432				-79			
12	X	ISHARES IBOX \$ INV GR CO	464287242			2/6/2009		2/7/2011	3,316	3,043				273			
13	X	ISHARES IBOX \$ INV GR CO	464287242			8/7/2009		2/7/2011	642	614				28			
14	X	ISHARES IBOX \$ INV GR CO	464287242			7/22/2010		2/7/2011	535	548				-13			
15	X	ISHARES MSCI EAFE	464287465			2/7/2011		8/15/2011	268	303				-35			
16	X	ISHARES MSCI EAFE	464287465			12/31/2009		8/15/2011	1,663	1,723				-60			
17	X	ISHARES S&P MIDCAP 400 GR	464287606			7/22/2010		2/7/2011	1,582	1,219				363			
18	X	CAPITAL PARTNERS CORE E	140995127			2/7/2011		10/21/2011	522	579				-57			
19	X	CAPITAL PARTNERS CORE E	140995127			2/7/2011		12/30/2011	634	680				-46			
20	X	ISHARES S&P MIDCAP 400 VA	464287705			8/15/2011		12/27/2011	691	653				38			
21	X	ISHARES TR SMALLCAP 600 I	464287804			2/7/2011		4/29/2011	453	424				29			
22	X	ISHARES TR SMALLCAP 600 I	464287804			2/7/2011		10/21/2011	257	283				-26			
23	X	ISHARES TR SMALLCAP 600 I	464287804			2/7/2011		12/27/2011	1,393	1,414				-21			
24	X	KEELEY SMALL CAP VAL FDC	487300808			4/20/2009		2/7/2011	11,564	6,335				5,229			
25	X	MERGER FD SH BEN INT #260	589509108			5/3/2011		10/21/2011	127	130				-3			
26	X	MERGER FD SH BEN INT #260	589509108			2/9/2011		10/21/2011	238	240				-2			
27	X	PIMCO FOREIGN BD FD USD	693390882			8/7/2011		10/21/2011	318	319				-1			
28	X	SPDR DJ WILSHIRE INTERNA	78463X863			5/2/2011		8/15/2011	1,980	2,247				-267			
29	X	AMEX MATERIALS SPDR	81369Y100			2/22/2010		2/7/2011	397	323				74			
30	X	AMEX MATERIALS SPDR	81369Y100			7/22/2010		4/29/2011	327	249				78			
31	X	AMEX MATERIALS SPDR	81369Y100			7/22/2010		10/21/2011	331	311				20			
32	X	AMEX HEALTH CARE SPDR	81369Y209			2/22/2010		2/7/2011	743	725				18			
33	X	AMEX HEALTH CARE SPDR	81369Y209			7/22/2010		2/7/2011	65	57				8			
34	X	AMEX HEALTH CARE SPDR	81369Y209			7/22/2010		8/15/2011	287	257				30			
35	X	AMEX HEALTH CARE SPDR	81369Y209			7/22/2010		10/21/2011	692	601				91			
36	X	CONSUMER STAPLES SECTO	81369Y308			2/22/2010		2/7/2011	440	408				32			
37	X	CONSUMER STAPLES SECTO	81369Y308			2/22/2010		4/29/2011	471	408				63			
38	X	AMEX CONSUMER DISCR SPI	81369Y407			7/22/2010		2/7/2011	575	461				114			
39	X	AMEX CONSUMER DISCR SPI	81369Y407			7/22/2010		4/29/2011	324	246				78			
40	X	AMEX CONSUMER DISCR SPI	81369Y407			7/22/2010		8/15/2011	254	215				39			
41	X	AMEX ENERGY SELECT SPDR	81369Y506			2/22/2010		2/7/2011	894	682				212			
42	X	AMEX FINANCIAL SELECT SPI	81369Y605			2/22/2010		2/7/2011	1,121	986				135			
43	X	AMEX FINANCIAL SELECT SPI	81369Y605			7/22/2010		8/15/2011	301	257				44			
44	X	AMEX FINANCIAL SELECT SPI	81369Y605			4/29/2011		12/27/2011	272	345				-73			
45	X	AMEX FINANCIAL SELECT SPI	81369Y605			7/22/2010		12/27/2011	157	197				-40			
46	X	AMEX FINANCIAL SELECT SPI	81369Y605			7/22/2010		2/7/2011	222	242				-20			
47	X	AMEX INDUSTRIAL SPDR	81369Y704			7/22/2010		2/7/2011	1,480	1,167				313			
48	X	AMEX INDUSTRIAL SPDR	81369Y704			4/29/2011		10/21/2011	162	193				-31			
49	X	AMEX TECHNOLOGY SELECT	81369Y803			7/22/2010		10/21/2011	582	525				57			
50	X	AMEX TECHNOLOGY SELECT	81369Y803			2/22/2010		2/7/2011	1,340	1,095				245			
51	X	AMEX TECHNOLOGY SELECT	81369Y803			2/22/2010		4/29/2011	133	110				23			

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

										Amount		Totals							
Long Term CG Distributions										578		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss			
Short Term CG Distributions										726				83,186		69,200		13,986	
														0		0		0	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss					
52	X	AMEX TECHNOLOGY SELECT	813697803			2/22/2010		8/15/2011	49	44				5					
53	X	AMEX ENERGY SELECT SPDR	813697506			7/22/2010		2/7/2011	223	160				63					
54	X	AMEX ENERGY SELECT SPDR	813697506			7/22/2010		12/27/2011	419	319				100					
55	X	AMEX TECHNOLOGY SELECT	813697803			7/22/2010		8/15/2011	756	677				79					
56	X	AMEX UTILITIES SPDR	813697886			7/22/2010		4/29/2011	198	182				16					
57	X	TEMPLETON GLOBAL BOND F	880208400			11/19/2007		2/7/2011	4,889	4,247				642					
58	X	TEMPLETON GLOBAL BOND F	880208400			10/17/2008		2/7/2011	272	220				52					
59	X	VANGARD MSCI EMERGING N	922042858			2/7/2011		4/29/2011	251	235				16					
60	X	VANGARD MSCI EMERGING N	922042858			7/22/2010		4/29/2011	452	369				83					
61	X	VANGUARD REIT VIPER	922908553			8/7/2009		2/7/2011	1,599	1,079				520					
62	X	VANGUARD REIT VIPER	922908553			2/6/2009		2/7/2011	400	209				191					
63	X	VANGUARD REIT VIPER	922908553			2/6/2009		4/29/2011	3,758	1,810				1,948					
64	X	VANGUARD REIT VIPER	922908553			2/6/2009		8/15/2011	1,889	1,004				885					
65	X	VANGUARD REIT VIPER	922908553			2/6/2009		12/27/2011	1,227	616				611					
66	X	WELLS FARGO ADV INTL BON	949850582			7/26/2010		8/15/2011	5,424	4,914				510					
67	X	WELLS FARGO ADV INTL BON	949850582			2/9/2011		8/15/2011	784	721				63					
68	X	WELLS FARGO ADV HI INC-IN	949917538			5/3/2011		8/15/2011	279	296				-17					
69	X	WELLS FARGO ADV HI INC-IN	949917538			2/21/2006		8/15/2011	17	19				-2					
70	X	WELLS FARGO ADV HI INC-IN	949917538			2/21/2006		12/27/2011	437	466				-29					
71	X	TAXABLE TOTAL RETURN BO	991283912			2/7/2011		4/29/2011	1,588	1,560				28					
72	X	TAXABLE TOTAL RETURN BO	991283912			2/7/2011		8/15/2011	2,622	2,528				94					
73	X	TAXABLE TOTAL RETURN BO	991283912			2/7/2011		10/21/2011	842	822				20					
74	X	TAXABLE TOTAL RETURN BO	991283912			2/7/2011		12/30/2011	417	407				10					
75	X	TAXABLE SHORT-TERM BONDI	999612906			2/22/2010		2/7/2011	98	99				-1					
76	X	TAXABLE SHORT-TERM BONDI	999612906			7/22/2010		2/7/2011	2,110	2,116				-6					
77	X	TAXABLE SHORT-TERM BONDI	999612906			7/22/2010		4/29/2011	2,479	2,500				-21					
78	X	TAXABLE SHORT-TERM BONDI	999612906			4/7/2004		8/15/2011	1,677	1,685				-8					
79	X	TAXABLE SHORT-TERM BONDI	999612906			7/22/2010		8/15/2011	667	675				-8					
80	X	TAXABLE SHORT-TERM BONDI	999612906			7/15/2005		8/15/2011	509	511				-2					
81	X	TAXABLE INTERMEDIATE TER	999708902			12/15/1975		2/7/2011	593	558				35					

Line 16b (990-PF) - Accounting Fees

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

Line 18 (990-PF) - Taxes

		1,260	154	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	507			
2	ESTIMATED EXCISE TAX PAID	599			
3	FOREIGN TAX WITHHELD	154	154		
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	TRUSTEE FEES				
2	ADR FEES				
3	STATE AG FEES	10			10
4					
5					
6					
7					
8					
9					

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

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

1	Mutual Fund & CTF Income Additions	1	123
2	Undistributed CTF Capital Gain	2	1,197
3	Total	3	1,320

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

1	Cost Basis Adjustment	1	1,270
2	Mutual Fund & CTF Income Subtraction	2	272
3	Total	3	1,542

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

Amount														
Long Term CG Distributions														
Short Term CG Distributions														
		CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	0	12,682
1	TAXABLE INTERMEDIATE TERM BD FD	999708902		4/29/2011	8/15/2011	2,468	0	2,436	32			0	0	12,682
2	TAXABLE INTERMEDIATE TERM BD FD	999708902		4/29/2011	10/21/2011	765	0	774	-9			0	0	-9
3	CAPITAL PARTNERS CORE EQUITY FUND	140995127		4/29/2011	12/30/2011	180	0	192	-12			0	0	-12
4	CAPITAL PARTNERS CORE EQUITY FUND	140995127		7/22/2010	12/30/2011	11	0	9	2			0	0	2
5	CREDIT SUISSE COMM RT ST-CO #215622544R305			11/23/2010	2/7/2011	1,086	0	1,033	53			0	0	53
6	CREDIT SUISSE COMM RT ST-CO #215622544R305			11/23/2010	4/29/2011	459	0	404	55			0	0	55
7	DIAMOND HILL LONG-SHORT FD CL I #252645833			7/26/2010	10/21/2011	399	0	372	27			0	0	27
8	DIAMOND HILL LONG-SHORT FD CL I #252645833			7/26/2010	12/27/2011	478	0	434	44			0	0	44
9	HUSSMAN STRATEGIC GROWTH FUND	448108100		2/11/2008	8/15/2011	135	0	169	-34			0	0	-34
10	HUSSMAN STRATEGIC GROWTH FUND	448108100		2/19/2008	8/15/2011	870	0	1,083	-213			0	0	-213
11	HUSSMAN STRATEGIC GROWTH FUND	448108100		2/19/2008	10/21/2011	353	0	432	-79			0	0	-79
12	ISHARES IBOX \$ INV GR CORP BD FD	464287242		2/6/2009	2/7/2011	3,316	0	3,043	273			0	0	273
13	ISHARES IBOX \$ INV GR CORP BD FD	464287242		8/7/2009	2/7/2011	642	0	614	28			0	0	28
14	ISHARES IBOX \$ INV GR CORP BD FD	464287242		7/22/2010	2/7/2011	535	0	548	-13			0	0	-13
15	ISHARES MSCI EAFE	464287465		2/7/2011	8/15/2011	268	0	303	-35			0	0	-35
16	ISHARES MSCI EAFE	464287465		12/31/2009	8/15/2011	1,663	0	1,723	-60			0	0	-60
17	ISHARES S&P MIDCAP 400 GROWTH	464287606		7/22/2010	2/7/2011	1,582	0	1,219	363			0	0	363
18	CAPITAL PARTNERS CORE EQUITY FUND	140995127		2/7/2011	10/21/2011	522	0	579	-57			0	0	-57
19	CAPITAL PARTNERS CORE EQUITY FUND	140995127		2/7/2011	12/30/2011	634	0	680	-46			0	0	-46
20	ISHARES S&P MIDCAP 400 VALUE	464287705		8/15/2011	12/27/2011	691	0	653	38			0	0	38
21	ISHARES TR SMALLCAP 600 INDEX FD	464287804		2/7/2011	4/29/2011	453	0	424	29			0	0	29
22	ISHARES TR SMALLCAP 600 INDEX FD	464287804		2/7/2011	10/21/2011	257	0	283	-26			0	0	-26
23	ISHARES TR SMALLCAP 600 INDEX FD	464287804		2/7/2011	12/27/2011	1,393	0	1,414	-21			0	0	-21
24	KEELEY SMALL CAP VAL FD CL I #2251	487300808		4/20/2009	2/7/2011	11,564	0	6,335	5,229			0	0	5,229
25	MERGER FD SH BEN INT #260	589509108		5/3/2011	10/21/2011	127	0	130	-3			0	0	-3
26	MERGER FD SH BEN INT #260	589509108		2/9/2011	10/21/2011	238	0	240	-2			0	0	-2
27	PIMCO FOREIGN BD FD USD H-INST #16	693390882		8/17/2011	10/21/2011	318	0	319	-1			0	0	-1
28	SPDR DJ WILSHIRE INTERNATIONAL RE	78463X863		5/2/2011	8/15/2011	1,980	0	2,247	-267			0	0	-267
29	AMEX MATERIALS SPDR	81369Y100		2/22/2010	2/7/2011	397	0	323	74			0	0	74
30	AMEX MATERIALS SPDR	81369Y100		7/22/2010	4/29/2011	327	0	249	78			0	0	78
31	AMEX MATERIALS SPDR	81369Y100		7/22/2010	10/21/2011	331	0	311	20			0	0	20
32	AMEX HEALTH CARE SPDR	81369Y209		2/22/2010	2/7/2011	743	0	725	18			0	0	18
33	AMEX HEALTH CARE SPDR	81369Y209		7/22/2010	2/7/2011	65	0	57	8			0	0	8
34	AMEX HEALTH CARE SPDR	81369Y209		7/22/2010	8/15/2011	287	0	257	30			0	0	30
35	AMEX HEALTH CARE SPDR	81369Y209		7/22/2010	10/21/2011	692	0	601	91			0	0	91
36	CONSUMER STAPLES SECTOR SPDR	81369Y308		2/22/2010	2/7/2011	471	0	408	32			0	0	32
37	CONSUMER STAPLES SECTOR SPDR	81369Y308		2/22/2010	4/29/2011	440	0	408	63			0	0	63
38	AMEX CONSUMER DISCR SPDR	81369Y407		7/22/2010	2/7/2011	575	0	461	114			0	0	114
39	AMEX CONSUMER DISCR SPDR	81369Y407		7/22/2010	4/29/2011	324	0	246	78			0	0	78
40	AMEX CONSUMER DISCR SPDR	81369Y407		7/22/2010	8/15/2011	254	0	215	39			0	0	39
41	AMEX ENERGY SELECT SPDR	81369Y506		2/22/2010	2/7/2011	894	0	682	212			0	0	212
42	AMEX FINANCIAL SELECT SPDR	81369Y605		2/22/2010	2/7/2011	1,121	0	986	135			0	0	135
43	AMEX FINANCIAL SELECT SPDR	81369Y605		7/22/2010	2/7/2011	301	0	257	44			0	0	44
44	AMEX FINANCIAL SELECT SPDR	81369Y605		4/29/2011	8/15/2011	272	0	345	-73			0	0	-73
45	AMEX FINANCIAL SELECT SPDR	81369Y605		4/29/2011	12/27/2011	157	0	197	-40			0	0	-40
46	AMEX FINANCIAL SELECT SPDR	81369Y605		7/22/2010	12/27/2011	222	0	242	-20			0	0	-20
47	AMEX INDUSTRIAL SPDR	81369Y704		7/22/2010	2/7/2011	1,480	0	1,167	313			0	0	313
48	AMEX INDUSTRIAL SPDR	81369Y704		4/29/2011	10/21/2011	162	0	193	-31			0	0	-31
49	AMEX INDUSTRIAL SPDR	81369Y704		7/22/2010	10/21/2011	582	0	525	57			0	0	57
50	AMEX TECHNOLOGY SELECT SPDR	81369Y803		2/22/2010	2/7/2011	1,340	0	1,095	245			0	0	245
51	AMEX TECHNOLOGY SELECT SPDR	81369Y803		2/22/2010	4/29/2011	133	0	110	23			0	0	23
52	AMEX TECHNOLOGY SELECT SPDR	81369Y803		2/22/2010	8/15/2011	49	0	44	5			0	0	5
53	AMEX ENERGY SELECT SPDR	81369Y506		7/22/2010	2/7/2011	223	0	160	63			0	0	63
54	AMEX ENERGY SELECT SPDR	81369Y506		7/22/2010	12/27/2011	419	0	319	100			0	0	100
55	AMEX TECHNOLOGY SELECT SPDR	81369Y803		7/22/2010	8/15/2011	756	0	677	79			0	0	79
56	AMEX UTILITIES SPDR	81369Y886		7/22/2010	4/29/2011	198	0	182	16			0	0	16
57	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		11/19/2007	2/7/2011	4,889	0	4,247	642			0	0	642
58	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		10/17/2008	2/7/2011	272	0	220	52			0	0	52

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

	Kind(s) of Property Sold	Amount		How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
		Long Term CG Distributions	Short Term CG Distributions				81,882	0								
		578	726													12,682
59	VANGUARD MSCI EMERGING MARKETS	922042858			2/7/2011	4/29/2011	251	0	235	0	235	16			0	16
60	VANGUARD MSCI EMERGING MARKETS	922042858			7/22/2010	4/29/2011	452	0	369	0	369	83			0	83
61	VANGUARD REIT VIPER	922908553			8/7/2009	2/7/2011	1,599	0	1,079	0	1,079	520			0	520
62	VANGUARD REIT VIPER	922908553			2/6/2009	2/7/2011	400	0	209	0	209	191			0	191
63	VANGUARD REIT VIPER	922908553			2/6/2009	4/29/2011	3,758	0	1,810	0	1,810	1,948			0	1,948
64	VANGUARD REIT VIPER	922908553			2/6/2009	8/15/2011	1,889	0	1,004	0	1,004	885			0	885
65	VANGUARD REIT VIPER	922908553			2/6/2009	12/27/2011	1,227	0	616	0	616	611			0	611
66	WELLS FARGO ADV INTL BOND-IS #470949850582				7/26/2010	8/15/2011	5,424	0	4,914	0	4,914	510			0	510
67	WELLS FARGO ADV INTL BOND-IS #470949850582				2/9/2011	8/15/2011	784	0	721	0	721	63			0	63
68	WELLS FARGO ADV HI INC-INS #3110	949917538			5/3/2011	8/15/2011	279	0	296	0	296	-17			0	-17
69	WELLS FARGO ADV HI INC-INS #3110	949917538			2/21/2006	8/15/2011	17	0	19	0	19	-2			0	-2
70	WELLS FARGO ADV HI INC-INS #3110	949917538			2/21/2006	12/27/2011	437	0	466	0	466	-29			0	-29
71	TAXABLE TOTAL RETURN BOND FUND	991283912			2/7/2011	4/29/2011	1,588	0	1,560	0	1,560	28			0	28
72	TAXABLE TOTAL RETURN BOND FUND	991283912			2/7/2011	8/15/2011	2,622	0	2,528	0	2,528	94			0	94
73	TAXABLE TOTAL RETURN BOND FUND	991283912			2/7/2011	10/21/2011	842	0	822	0	822	20			0	20
74	TAXABLE TOTAL RETURN BOND FUND	991283912			2/7/2011	12/30/2011	417	0	407	0	407	10			0	10
75	TAXABLE SHORT-TERM BOND FUND	999612906			2/22/2010	2/7/2011	98	0	99	0	99	-1			0	-1
76	TAXABLE SHORT-TERM BOND FUND	999612906			7/22/2010	2/7/2011	2,110	0	2,116	0	2,116	-6			0	-6
77	TAXABLE SHORT-TERM BOND FUND	999612906			7/22/2010	4/29/2011	2,479	0	2,500	0	2,500	-21			0	-21
78	TAXABLE SHORT-TERM BOND FUND	999612906			4/7/2004	8/15/2011	1,677	0	1,685	0	1,685	-8			0	-8
79	TAXABLE SHORT-TERM BOND FUND	999612906			7/22/2010	8/15/2011	667	0	675	0	675	-8			0	-8
80	TAXABLE SHORT-TERM BOND FUND	999612906			7/15/2005	8/15/2011	509	0	511	0	511	-2			0	-2
81	TAXABLE INTERMEDIATE TERM BD FD	999708902			12/15/1975	2/7/2011	593	0	558	0	558	35			0	35

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	Wells Fargo Bank N A Trust T		PO Box 63954 MAC A0348-012	SAN FRANCISCO	CA	94163		TRUSTEE	4.00	2,971
2										
3										
4										
5										
6										
7										
8										
9										
10										

2,971

Part

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

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

	Date	Amount
1 Credit from prior year return		0
2 First quarter estimated tax payment	5/10/2011	599
3 Second quarter estimated tax payment		
4 Third quarter estimated tax payment		
5 Fourth quarter estimated tax payment		
6 Other payments		0
7 Total		599

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

1	Distributable amounts for 2010 that remained undistributed at the beginning of the 2011 tax year	1	8,542
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	8,542