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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 SCHEPLER, RALPH TUW		A Employer identification number 36-6695931
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A 101N Independence Mall E MACY1372-062	Room/suite	B Telephone number (see instructions) (888) 730-4933
City or town state and ZIP code Philadelphia PA 19106-2112		C If exemption application is pending check here ☐
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☒ Address change ☐ Name change		D 1 Foreign organizations check here ☐ 2 Foreign organizations meeting the 85% test check here and attach computation ☐
H Check type of organization ☐ Section 501(c)(3) exempt private foundation ☒ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A) check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 340,978	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	
F If the foundation is in a 60-month termination under section 507(b)(1)(B) check here ☐		

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	10,187	10,046		
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	11,898			
b Gross sales price for all assets on line 6a	119,573			
7 Capital gain net income (from Part IV, line 2)		11,898		
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	22,085	21,944	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	4,285	3,214		1,071
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)	985	0	0	985
c Other professional fees (attach schedule)	0	0	0	0
17 Interest				
18 Taxes (attach schedule) (see instructions)	985	72	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)	15	0	0	15
24 Total operating and administrative expenses Add lines 13 through 23	6,270	3,286	0	2,071
25 Contributions, gifts, grants paid	15,000			15,000
26 Total expenses and disbursements Add lines 24 and 25	21,270	3,286	0	17,071
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	815			
b Net investment income (if negative, enter -0-)		18,658		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions

(HTA)

Form **990-PF** (2011)

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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		0	769	769
	2	Savings and temporary cash investments		23,851	19,924	19,924
	3	Accounts receivable	0			
		Less: allowance for doubtful accounts	0	0	0	0
	4	Pledges receivable	0			
		Less: allowance for doubtful accounts	0	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	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	0	
12	Investments—mortgage loans					
13	Investments—other (attach schedule)		296,546	300,767	320,286	
14	Land, buildings, and equipment basis	0				
	Less: accumulated depreciation (attach schedule)	0	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)		320,397	321,460	340,979	
Liabilities	17	Accounts payable and accrued expenses		0	0	
	18	Grants payable				
	19	Deferred revenue		0	0	
	20	Loans from officers, directors, trustees, and other disqualified persons		0	0	
	21	Mortgages and other notes payable (attach schedule)		0	0	
	22	Other liabilities (describe)		0	0	
	23	Total liabilities (add lines 17 through 22)		0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		320,397	321,460	
	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)		320,397	321,460		
31	Total liabilities and net assets/fund balances (see instructions)		320,397	321,460		

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	320,397
2	Enter amount from Part I, line 27a	2	815
3	Other increases not included in line 2 (itemize) ☐ See Attached Statement	3	657
4	Add lines 1, 2, and 3	4	321,869
5	Decreases not included in line 2 (itemize) ☐ Mutual Fund & CTF Income Subtraction	5	409
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	321,460

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) 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	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	11,898
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			0.000000
2009			0.000000
2008			0.000000
2007			0.000000
2006			0.000000
2 Total of line 1, column (d)			2 0.000000
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 0.000000
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 0
5 Multiply line 4 by line 3			5 0
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 0
7 Add lines 5 and 6			7 0
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 0

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	373
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2		3	373
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	373
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	587	
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	587	
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	214	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax 214 Refunded	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes" attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) 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	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 ▶ 101N Independence Mall E MACY1372-062 Philadelphia PA ZIP+4 ▶ 19106-2112			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3) or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

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?

N/A

☐ 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**

If "Yes" to 6b, file Form 8870

X

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** 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 101N Independence Mall E MACY1372-062 Phila	Trustee	4 00	4,285	0
		00	0	0
		00	0	0
		00	0	0
		00	0	0

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

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

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

0

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

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	337,595
b	Average of monthly cash balances	1b	18,647
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	356,242
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	356,242
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	5,344
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	350,898
6	Minimum investment return. Enter 5% of line 5	6	17,545

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	17,545
2a	Tax on investment income for 2011 from Part VI, line 5	2a	373
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	373
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	17,172
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	17,172
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	17,172

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	17,071
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	17,071
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	17,071

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				17,172
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0	
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	2,380			
e From 2010	NONE			
f Total of lines 3a through e	2,380			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 17,071				
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)	0			
d Applied to 2011 distributable amount				17,071
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))	101			101
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,279			
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				0
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	2,279			
10 Analysis of line 9				
a Excess from 2007	0			
b Excess from 2008	0			
c Excess from 2009	2,279			
d Excess from 2010	0			
e Excess from 2011	0			

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- b** 85% of line 2a

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

- a "Assets" alternative test—enter**

- (1) Value of all assets**

- (2) Value of assets qualifying under section 4942(l)(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**

[illegible]

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))

NONE

- 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

NONE

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

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

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

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

- c** Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See 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) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	10,187	
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	11,898	
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		22,085	0
13	Total Add line 12, columns (b), (d), and (e)				13	22,085

(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
Savings & Temp Inv	317950012	YY1001204	BLACKROCK INSTL FUNDS T-FUND #60	10503 93	10503 93	10503 93
Savings & Temp Inv	317950012	YY1001204	BLACKROCK INSTL FUNDS T-FUND #60	9420 31	9420 31	9420 31
Invest - Other	317950012	04314H204	ARTISAN INTERNATIONAL FUND #661	521 625	7513 3	10343 82
Invest - Other	317950012	256210105	DODGE & COX INCOME FD COM #147	3274 653	42164 57	43552 88
Invest - Other	317950012	411511504	HARBOR CAPITAL APRCTION-INST #2012	392 39	9507 62	14479 19
Invest - Other	317950012	589509108	MERGER FD SH BEN INT #260	435 093	6844 01	6783 1
Invest - Other	317950012	6933390700	PIMCO TOTAL RET FD-INST #35	4030 38	44056 65	43810 23
Invest - Other	317950012	6933390882	PIMCO FOREIGN BD FD USD H-INST #103	1744 279	18524 24	18454 47
Invest - Other	317950012	77957P105	T ROWE PRICE SHORT TERM BD FD #55	2314 974	10810 93	11135 02
Invest - Other	317950012	87234N849	TCW SMALL CAP GROWTH FUND-I #4724	265 272	6886 74	6894 42
Invest - Other	317950012	464287200	ISHARES S & P 500 INDEX FUND	75	6341 52	9447
Invest - Other	317950012	51855Q655	LAUDUS MONDRIAN INTL FI-INST #2940	1468 969	16815 74	17010 66
Invest - Other	317950012	256206103	DODGE & COX INT'L STOCK FD #1048	347 468	10371 93	10159 96
Invest - Other	317950012	552983694	MFS VALUE FUND-CLASS I #893	352 899	8399	7929 64
Invest - Other	317950012	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	690 004	10319 57	9080 45
Invest - Other	317950012	56063J302	MAINSTAY EP US EQUITY-INS #1204	618 921	6189 21	7501 32
Invest - Other	317950012	262028855	DRIEHAUS ACTIVE INCOME FUND	629 762	6612 5	6303 92
Invest - Other	317950012	339128100	JP MORGAN MID CAP VALUE-I #758	308 517	5936 86	7327 28
Invest - Other	317950012	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	792 2	11164 51	9847 05
Invest - Other	317950012	38142Y401	GOLDMAN SACHS GRTH OPP FD-I #1132	314 058	6257 77	6934 4
Invest - Other	317950012	922908553	VANGUARD REIT VIPER	186	5580 17	10788
Invest - Other	317950012	922042858	VANGUARD MSCI EMERGING MARKETS ETF	140	4093 92	5349 4
Invest - Other	317950012	683974505	OPPENHEIMER DEVELOPING MKT-Y #788	191 538	5770 84	5548 86
Invest - Other	317950012	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	289	8740 92	9198 87
Invest - Other	317950012	76628T645	RIDGEWORTH SEIX HY BD-I #5855	2405 13	23080 04	22632 27
Invest - Other	317950012	22544R305	CREDIT SUISSE COMM RT ST-CO #2156	1533 983	13790 44	12547 98
Invest - Other	317950012	487300808	KEELEY SMALL CAP VAL FD CL I #2251	309 573	4994 31	7225 43
Cash	317950012				768 88	768 88
					321460 43	340978 74

SCHEPLER, RALPH TUW

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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

River Bend Comm School Dist

Street

1110 3rd Street

City

Fulton

State

IL

Zip Code

61252-1767

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) Public Charity

Purpose of grant/contribution

General Support Grant

Amount

15,000

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

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

Index		Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals					Net Gain or Loss	
										Gross Sales	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation		
Long Term CG Distributions											Amount		837			
Short Term CG Distributions											0					
1	X		ISHARES IBOXX \$ INV GR CO	464287242			4/29/2010		2/2/2011	323	320					3
2	X		KEELEY SMALL CAP VAL FD C	487300808			4/20/2009		2/2/2011	515	285					230
3	X		KEELEY SMALL CAP VAL FD C	487300808			4/20/2009		4/26/2011	385	200					185
4	X		KEELEY SMALL CAP VAL FD C	487300808			8/10/2011		10/20/2011	561	530					31
5	X		LAUDUS MONDRIAN INTL FI-I	518550655			10/8/2010		5/26/2011	1,073	1,077					4
6	X		LAUDUS MONDRIAN INTL FI-I	518550655			10/8/2010		8/10/2011	23,864	23,146					718
7	X		LAUDUS MONDRIAN INTL FI-I	518550655			7/23/2010		8/10/2011	1,653	1,480					173
8	X		MFS VALUE FUND-CLASS I #8	552983694			4/28/2011		5/26/2011	120	123					-3
9	X		MFS VALUE FUND-CLASS I #8	552983694			2/4/2011		5/26/2011	1	1					0
10	X		MAINSTAY EP US EQUITY-INS	560631302			12/3/2008		2/2/2011	5,578	4,150					1,428
11	X		MAINSTAY EP US EQUITY-INS	560631302			12/3/2008		4/26/2011	154	110					44
12	X		MAINSTAY EP US EQUITY-INS	560631302			12/3/2008		5/26/2011	96	70					26
13	X		MERGER FD SH BEN INT #260	589509108			10/8/2010		8/10/2011	355	366					-11
14	X		MERGER FD SH BEN INT #260	589509108			2/4/2011		8/10/2011	290	300					-10
15	X		ARTISAN INTERNATIONAL FU	04314H204			11/19/2010		4/26/2011	788	722					66
16	X		ARTISAN INTERNATIONAL FU	04314H204			11/19/2010		8/10/2011	241	263					-22
17	X		ARTISAN INTERNATIONAL FU	04314H204			2/6/2009		8/10/2011	2,355	1,631					724
18	X		CREDIT SUISSE COMM RT ST	22544R305			10/8/2010		2/2/2011	1,148	1,080					68
19	X		CREDIT SUISSE COMM RT ST	22544R305			10/8/2010		4/26/2011	544	486					58
20	X		DODGE & COX INT'L STOCK F	256206103			11/19/2010		2/2/2011	184	177					7
21	X		DODGE & COX INT'L STOCK F	256206103			11/19/2010		4/26/2011	228	213					15
22	X		DODGE & COX INT'L STOCK F	256206103			11/19/2010		8/10/2011	480	568					-88
23	X		MERGER FD SH BEN INT #260	589509108			4/28/2011		8/10/2011	128	135					-7
24	X		MERGER FD SH BEN INT #260	589509108			5/3/2010		8/10/2011	2,888	2,940					-52
25	X		OPPENHEIMER DEVELOPING	683974505			11/19/2010		4/26/2011	110	104					6
26	X		PIMCO TOTAL RET FD-INST #	693390700			10/8/2010		5/26/2011	1,546	1,546					0
27	X		PIMCO TOTAL RET FD-INST #	693390700			4/28/2011		5/26/2011	110	110					0
28	X		PIMCO TOTAL RET FD-INST #	693390700			10/8/2010		8/10/2011	1,553	1,636					-83
29	X		PIMCO TOTAL RET FD-INST #	693390700			4/28/2011		8/10/2011	1,575	1,565					10
30	X		RIDGEWORTH SEIX HY BD-I #	766287645			6/15/2007		5/26/2011	690	702					-12
31	X		T ROWE PRICE SHORT TERM	77957P105			2/5/2010		2/2/2011	1,892	1,895					-3
32	X		T ROWE PRICE SHORT TERM	77957P105			7/23/2009		4/26/2011	700	687					13
33	X		T ROWE PRICE SHORT TERM	77957P105			10/19/2009		4/26/2011	6,624	6,583					41
34	X		T ROWE PRICE SHORT TERM	77957P105			2/5/2010		4/26/2011	11,056	11,056					0
35	X		T ROWE PRICE SHORT TERM	77957P105			10/13/2006		4/26/2011	4,311	4,142					169
36	X		T ROWE PRICE SHORT TERM	77957P105			10/13/2006		5/26/2011	526	504					22
37	X		T ROWE PRICE SHORT TERM	77957P105			10/13/2006		8/10/2011	4,256	4,082					174
38	X		SPDR DJ WILSHIRE INTERNA	78463X863			5/2/2011		5/26/2011	161	161					0
39	X		SPDR DJ WILSHIRE INTERNA	78463X863			5/2/2011		10/20/2011	269	333					-64
40	X		SPDR DJ WILSHIRE INTERNA	78463X863			5/2/2011		10/20/2011	135	168					-33
41	X		SPDR DJ WILSHIRE INTERNA	78463X863			4/29/2011		10/20/2011	34	42					-8
42	X		HUSMAN STRATEGIC GROW	448108100			2/19/2008		8/10/2011	1,175	1,445					-270
43	X		TCW SMALL CAP GROWTH FU	87234N849			5/3/2010		4/26/2011	526	435					91
44	X		TCW SMALL CAP GROWTH FU	87234N849			5/3/2010		10/20/2011	671	707					-36
45	X		VANGUARD REIT VIPER	922908553			2/4/2009		2/2/2011	1,720	900					820
46	X		VANGUARD REIT VIPER	922908553			2/4/2009		4/26/2011	3,833	1,882					1,951
47	X		VANGUARD REIT VIPER	922908553			2/4/2009		5/26/2011	307	149					158
48	X		VANGUARD REIT VIPER	922908553			2/4/2009		10/20/2011	792	443					349
49	X		TCW SMALL CAP GROWTH FU	87234N849			5/3/2010		2/2/2011	594	544					50
50	X		DODGE & COX INT'L STOCK F	256206103			2/5/2010		8/10/2011	659	657					2
51	X		DODGE & COX INCOME FD C	256210105			10/8/2010		5/26/2011	1,856	1,841					15
Securities											119,573		107,675		11,898	
Other sales											0		0		0	

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

										Amount					
Long Term CG Distributions										837					
Short Term CG Distributions										0					
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Cost, Other Basis and Expenses		Net Gain or Loss		
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements		Depreciation	
52	X	DODGE & COX INCOME FD CO	256210105			4/28/2011		5/26/2011	122	121			1		
53	X	DODGE & COX INCOME FD CO	256210105			4/28/2011		8/10/2011	3,250	3,221			29		
54	X	DREYFUS EMG MKT DEBT LO	261980494			10/8/2010		4/26/2011	243	241			2		
55	X	DREYFUS EMG MKT DEBT LO	261980494			10/8/2010		5/26/2011	120	121			-1		
56	X	JP MORGAN MID CAP VALUE	339128100			2/4/2011		4/26/2011	228	217			11		
57	X	JP MORGAN MID CAP VALUE	339128100			2/4/2011		5/26/2011	127	121			6		
58	X	JP MORGAN MID CAP VALUE	339128100			2/4/2011		10/20/2011	154	162			-8		
59	X	JP MORGAN MID CAP VALUE	339128100			8/10/2011		10/20/2011	554	506			48		
60	X	GOLDMAN SACHS GRTH OPP	38142Y401			2/5/2010		2/2/2011	1,120	874			246		
61	X	GOLDMAN SACHS GRTH OPP	38142Y401			2/5/2010		4/26/2011	212	155			57		
62	X	GOLDMAN SACHS GRTH OPP	38142Y401			2/5/2010		5/26/2011	52	39			13		
63	X	GOLDMAN SACHS GRTH OPP	38142Y401			2/5/2010		10/20/2011	602	525			77		
64	X	HARBOR CAPITAL APRCTON	411511504			2/6/2009		2/2/2011	3,204	2,060			1,144		
65	X	HARBOR CAPITAL APRCTON	411511504			2/6/2009		4/26/2011	395	242			153		
66	X	HARBOR CAPITAL APRCTON	411511504			2/6/2009		5/26/2011	196	121			75		
67	X	HARBOR CAPITAL APRCTON	411511504			2/6/2009		10/20/2011	1,329	872			457		
68	X	HUSSMAN STRATEGIC GROV	448108100			2/8/2008		8/10/2011	118	146			-28		
69	X	ISHARES S & P 500 INDEX FU	464287200			2/4/2009		2/2/2011	655	423			232		
70	X	ISHARES S & P 500 INDEX FU	464287200			2/4/2009		5/26/2011	267	169			98		
71	X	ISHARES S & P 500 INDEX FU	464287200			2/4/2009		10/20/2011	1,338	930			408		
72	X	ISHARES IBOXX \$ INV GR CO	464287242			2/4/2009		2/2/2011	11,632	10,656			976		
73	X	ISHARES IBOXX \$ INV GR CO	464287242			5/5/2009		2/2/2011	1,185	1,061			124		
									119,573		107,675		11,898		
Securities									0		0		0		
Other sales															

Line 16b (990-PF) - Accounting Fees

		985	0	0	985
	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	Accounting Fee	985			985
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		985	72	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	326			
2	ESTIMATED EXCISE TAX PAID	587			
3	FOREIGN TAX WITHHELD	72	72		
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		15	0	0	15
	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	15			15
4					
5					
6					
7					
8					
9					

Part II, Line 13 (990-PF) - Investments - Other

	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	Other Investments		296,546	300,767	320,286
2					
3					
4					
5					
6					
7					
8					
9					
10					

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

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

1	Cost Basis Adjustment	1	85
2	Mutual Fund & CTF Income Additions	2	385
3	Principal Posting Tax Last Year	3	187
4	Total	4	657

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

1	Mutual Fund & CTF Income Subtraction	1	409
2	Total	2	409

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

Amount														
Long Term CG Distributions														
Short Term CG Distributions														
	Kind(s) of Property Sold	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	Gains Minus Excess of FMV Over Adjusted Basis or Losses	
1	ISHARES IBOX \$ INV GR CORP BD FD	464287242		4/29/2010	2/2/2011	323	0	320	3			0	0	11,061
2	KEELEY SMALL CAP VAL FD CL I #2251	487300808		4/20/2009	2/2/2011	515	0	285	230			0	0	230
3	KEELEY SMALL CAP VAL FD CL I #2251	487300808		4/20/2009	4/26/2011	385	0	200	185			0	0	185
4	KEELEY SMALL CAP VAL FD CL I #2251	487300808		8/10/2011	10/20/2011	561	0	530	31			0	0	31
5	LAUDUS MONDRIAN INTL FI-INST #294051855Q655			10/8/2010	5/26/2011	1,073	0	1,077	-4			0	0	-4
6	LAUDUS MONDRIAN INTL FI-INST #294051855Q655			10/8/2010	8/10/2011	23,864	0	23,146	718			0	0	718
7	LAUDUS MONDRIAN INTL FI-INST #294051855Q655			7/23/2010	8/10/2011	1,653	0	1,480	173			0	0	173
8	MFS VALUE FUND-CLASS I #893	552983694		4/28/2011	5/26/2011	120	0	123	-3			0	0	-3
9	MFS VALUE FUND-CLASS I #893	552983694		2/4/2011	5/26/2011	1	0	1	0			0	0	0
10	MAINSTAY EP US EQUITY-INS #1204	56063J302		12/3/2008	2/2/2011	5,578	0	4,150	1,428			0	0	1,428
11	MAINSTAY EP US EQUITY-INS #1204	56063J302		12/3/2008	4/26/2011	154	0	110	44			0	0	44
12	MAINSTAY EP US EQUITY-INS #1204	56063J302		12/3/2008	5/26/2011	96	0	70	26			0	0	26
13	MERGER FD SH BEN INT #260	589509108		2/4/2011	8/10/2011	355	0	366	-11			0	0	-11
14	MERGER FD SH BEN INT #260	589509108		10/8/2010	8/10/2011	290	0	300	-10			0	0	-10
15	ARTISAN INTERNATIONAL FUND #661	04314H204		11/19/2010	4/26/2011	788	0	722	66			0	0	66
16	ARTISAN INTERNATIONAL FUND #661	04314H204		11/19/2010	8/10/2011	241	0	263	-22			0	0	-22
17	ARTISAN INTERNATIONAL FUND #661	04314H204		2/6/2009	8/10/2011	2,355	0	1,631	724			0	0	724
18	CREDIT SUISSE COMM RT ST-CO #215622544R305			10/8/2010	2/2/2011	1,148	0	1,080	68			0	0	68
19	CREDIT SUISSE COMM RT ST-CO #215622544R305			10/8/2010	4/26/2011	544	0	486	58			0	0	58
20	DODGE & COX INTL STOCK FD #1048	256206103		11/19/2010	2/2/2011	184	0	177	7			0	0	7
21	DODGE & COX INTL STOCK FD #1048	256206103		11/19/2010	4/26/2011	228	0	213	15			0	0	15
22	DODGE & COX INTL STOCK FD #1048	256206103		11/19/2010	8/10/2011	480	0	568	-88			0	0	-88
23	MERGER FD SH BEN INT #260	589509108		4/28/2011	8/10/2011	128	0	135	-7			0	0	-7
24	MERGER FD SH BEN INT #260	589509108		5/3/2010	8/10/2011	2,888	0	2,940	-52			0	0	-52
25	OPPENHEIMER DEVELOPING MKT-Y #7	683974505		11/19/2010	4/26/2011	110	0	104	6			0	0	6
26	PIMCO TOTAL RET FD-INST #35	693390700		10/8/2010	5/26/2011	1,546	0	1,546	0			0	0	0
27	PIMCO TOTAL RET FD-INST #35	693390700		4/28/2011	5/26/2011	110	0	110	0			0	0	0
28	PIMCO TOTAL RET FD-INST #35	693390700		10/8/2010	8/10/2011	1,553	0	1,636	-83			0	0	-83
29	PIMCO TOTAL RET FD-INST #35	693390700		4/28/2011	8/10/2011	1,575	0	1,565	10			0	0	10
30	RIDGEWORTH SEIX HY BD-I #5855	766281645		6/15/2007	5/26/2011	690	0	702	-12			0	0	-12
31	T ROWE PRICE SHORT TERM BD FD #577957P105			2/5/2010	2/2/2011	1,892	0	1,895	-3			0	0	-3
32	T ROWE PRICE SHORT TERM BD FD #577957P105			7/23/2009	4/26/2011	700	0	687	13			0	0	13
33	T ROWE PRICE SHORT TERM BD FD #577957P105			10/19/2009	4/26/2011	6,624	0	6,583	41			0	0	41
34	T ROWE PRICE SHORT TERM BD FD #577957P105			2/5/2010	4/26/2011	11,056	0	11,056	0			0	0	0
35	T ROWE PRICE SHORT TERM BD FD #577957P105			10/13/2006	4/26/2011	4,311	0	4,142	169			0	0	169
36	T ROWE PRICE SHORT TERM BD FD #577957P105			10/13/2006	5/26/2011	526	0	504	22			0	0	22
37	T ROWE PRICE SHORT TERM BD FD #577957P105			10/13/2006	8/10/2011	4,256	0	4,082	174			0	0	174
38	SPDR DJ WILSHIRE INTERNATIONAL R878463X863			5/2/2011	5/26/2011	161	0	161	0			0	0	0
39	SPDR DJ WILSHIRE INTERNATIONAL R878463X863			5/2/2011	10/20/2011	269	0	333	-64			0	0	-64
40	SPDR DJ WILSHIRE INTERNATIONAL R878463X863			5/2/2011	10/20/2011	135	0	168	-33			0	0	-33
41	SPDR DJ WILSHIRE INTERNATIONAL R878463X863			4/29/2011	10/20/2011	34	0	42	-8			0	0	-8
42	HUSMAN STRATEGIC GROWTH FUND	448108100		2/19/2008	8/10/2011	1,175	0	1,445	-270			0	0	-270
43	TCW SMALL CAP GROWTH FUND-I #47287234N849			5/3/2010	4/26/2011	526	0	435	91			0	0	91
44	TCW SMALL CAP GROWTH FUND-I #47287234N849			5/3/2010	10/20/2011	671	0	707	-36			0	0	-36
45	VANGUARD REIT VIPER	922908553		2/4/2009	2/2/2011	1,720	0	900	820			0	0	820
46	VANGUARD REIT VIPER	922908553		2/4/2009	4/26/2011	3,833	0	1,882	1,951			0	0	1,951
47	VANGUARD REIT VIPER	922908553		2/4/2009	5/26/2011	307	0	149	158			0	0	158
48	VANGUARD REIT VIPER	922908553		2/4/2009	10/20/2011	792	0	443	349			0	0	349
49	TCW SMALL CAP GROWTH FUND-I #47287234N849			5/3/2010	2/2/2011	594	0	544	50			0	0	50
50	DODGE & COX INTL STOCK FD #1048	256206103		2/5/2010	8/10/2011	659	0	657	2			0	0	2
51	DODGE & COX INCOME FD COM #147	256210105		10/8/2010	5/26/2011	1,856	0	1,841	15			0	0	15
52	DODGE & COX INCOME FD COM #147	256210105		4/28/2011	5/26/2011	122	0	121	1			0	0	1
53	DODGE & COX INCOME FD COM #147	256210105		4/28/2011	8/10/2011	3,250	0	3,221	29			0	0	29
54	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		10/8/2010	4/26/2011	243	0	241	2			0	0	2
55	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		10/8/2010	5/26/2011	120	0	121	-1			0	0	-1
56	JP MORGAN MID CAP VALUE-I #758	339128100		2/4/2011	4/26/2011	228	0	217	11			0	0	11
57	JP MORGAN MID CAP VALUE-I #758	339128100		2/4/2011	5/26/2011	127	0	121	6			0	0	6
58	JP MORGAN MID CAP VALUE-I #758	339128100		2/4/2011	10/20/2011	154	0	162	-8			0	0	-8

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

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	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	837												
	Short Term CG Distributions	0												
59	JP MORGAN MID CAP VALUE-I #758	339128100		8/10/2011	10/20/2011		554	0	506	48			0	11,061
60	GOLDMAN SACHS GRTH OPP FD-I #11338142Y401			2/5/2010	2/2/2011		1,120	0	874	246			0	48
61	GOLDMAN SACHS GRTH OPP FD-I #11338142Y401			2/5/2010	4/26/2011		212	0	155	57			0	246
62	GOLDMAN SACHS GRTH OPP FD-I #11338142Y401			2/5/2010	5/26/2011		52	0	39	13			0	57
63	GOLDMAN SACHS GRTH OPP FD-I #11338142Y401			2/5/2010	10/20/2011		602	0	525	77			0	13
64	HARBOR CAPITAL APRCTION-INST #20	411511504		2/6/2009	2/2/2011		3,204	0	2,060	1,144			0	77
65	HARBOR CAPITAL APRCTION-INST #20	411511504		2/6/2009	4/26/2011		395	0	242	153			0	1,144
66	HARBOR CAPITAL APRCTION-INST #20	411511504		2/6/2009	5/26/2011		196	0	121	75			0	153
67	HARBOR CAPITAL APRCTION-INST #20	411511504		2/6/2009	10/20/2011		1,329	0	872	457			0	75
68	HUSSMAN STRATEGIC GROWTH FUND	448108100		2/8/2008	8/10/2011		118	0	146	-28			0	457
69	ISHARES S & P 500 INDEX FUND	464287200		2/4/2009	2/2/2011		655	0	423	232			0	-28
70	ISHARES S & P 500 INDEX FUND	464287200		2/4/2009	5/26/2011		267	0	169	98			0	232
71	ISHARES S & P 500 INDEX FUND	464287200		2/4/2009	10/20/2011		1,338	0	930	408			0	98
72	ISHARES IBOX \$ INV GR CORP BD FD	464287242		2/4/2009	2/2/2011		11,632	0	10,666	976			0	408
73	ISHARES IBOX \$ INV GR CORP BD FD	464287242		5/5/2009	2/2/2011		1,185	0	1,061	124			0	976

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	Wells Fargo Bank N A Trust T	X	101N Independence Mall E MACY137	Philadelphia	PA	19106-2112		Trustee	4 00	4,285
2										
3										
4										
5										
6										
7										
8										
9										
10										

4,285

Part

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

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

	Date	Amount
1 Credit from prior year return		0
2 First quarter estimated tax payment		
3 Second quarter estimated tax payment		
4 Third quarter estimated tax payment		
5 Fourth quarter estimated tax payment		
6 Other payments	12/31/2011	587
7 Total		587