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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.

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation R. HUGH ELLIOTT FAMILY FOUNDATION		A Employer identification number 37-1557038
Number and street (or P.O. box number if mail is not delivered to street address) 1882 POND RUN ROAD	Room/suite	B Telephone number (248) 475-5786
City or town, state, and ZIP code AUBURN HILLS, MI 48326-2768		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 ☐ Foreign organizations meeting the 85% test, 2. 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) \$ 3,569,793. (Part I, column (d) must be on cash basis.)	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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		757,200.		N/A	
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		10,269.	10,269.		STATEMENT 2
4 Dividends and interest from securities		80,281.	80,281.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		173,936.			STATEMENT 1
b Gross sales price for all assets on line 6a 1,595,124.					
7 Capital gain net income (from Part IV, line 2)			439,036.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		1,021,686.	529,586.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes STMT 4		5,909.	5,909.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		14,707.	14,707.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		20,616.	20,616.		0.
25 Contributions, gifts, grants paid		100,500.			100,500.
26 Total expenses and disbursements. Add lines 24 and 25		121,116.	20,616.		100,500.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		900,570.			
b Net investment income (if negative, enter -0-)			508,970.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		147,657.	126,374.	126,374.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 6	917,571.	1,485,476.	1,454,421.
	c	Investments - corporate bonds	STMT 7	231,166.	1,083,530.	1,086,194.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶ STATEMENT 8)		1,313,508.	815,092.	902,804.	
16	Total assets (to be completed by all filers)		2,609,902.	3,510,472.	3,569,793.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		2,609,902.	3,510,472.		
30	Total net assets or fund balances		2,609,902.	3,510,472.		
31	Total liabilities and net assets/fund balances		2,609,902.	3,510,472.		

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	2,609,902.
2	Enter amount from Part I, line 27a	2	900,570.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	3,510,472.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,510,472.

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 SCHEDULE	P	VARIOUS	VARIOUS
b SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
c SEE ATTACHED SCHEDULE	D	VARIOUS	VARIOUS
d SEE ATTACHED SCHEDULE	D	VARIOUS	VARIOUS
e CAPITAL GAIN DISTRIBUTION	P	VARIOUS	VARIOUS

(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 132,379.		156,038.	-23,659.
b 434,437.		347,579.	86,858.
c 909,598.		629,535.	280,063.
d 94,101.		22,936.	71,165.
e 24,609.			24,609.

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			-23,659.
b			86,858.
c			280,063.
d			71,165.
e			24,609.

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	439,036.
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). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	67,374.	2,153,294.	.031289
2009	38,481.	1,501,339.	.025631
2008	5,000.	911,046.	.005488
2007	0.	75,195.	.000000
2006			

2 Total of line 1, column (d)	2	.062408
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	.015602
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,989,080.
5 Multiply line 4 by line 3	5	46,636.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,090.
7 Add lines 5 and 6	7	51,726.
8 Enter qualifying distributions from Part XII, line 4	8	100,500.

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

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

1a. Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b. Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	5,090.
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	5,090.
4. Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5. Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	5,090.
6. Credits/Payments:			
a. 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	6,488.	
b. Exempt foreign organizations - tax withheld at source	6b		
c. Tax paid with application for extension of time to file (Form 8868)	6c		
d. Backup withholding erroneously withheld	6d		
7. Total credits and payments. Add lines 6a through 6d	7	6,488.	
8. Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	4.	
9. Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10. Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,394.	
11. Enter the amount of line 10 to be: Credited to 2012 estimated tax ☒ 1,394. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a. During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b. Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e. Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
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
4a. 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?		
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
8a. Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ MI		
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

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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 ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>R. HUGH ELLIOTT</u> Telephone no. ▶ <u>(248) 475-5786</u> Located at ▶ <u>1882 POND RUN, AUBURN HILLS, MI</u> ZIP+4 ▶ <u>48326</u>			
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 ▶ <u>15</u> <u>N/A</u>			
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 ▶ <u>N/A</u>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? ▶	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years ▶		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.) <u>N/A</u>	3b	
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

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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)?

☐ 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)?

N/A

5b

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

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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.

(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
R. HUGH ELLIOTT	DIRECTOR			
1882 POND RUN ROAD				
AUBURN HILLS, MI 48326	0.25	0.	0.	0.
NANCY N. ELLIOTT	DIRECTOR			
1882 POND RUN ROAD				
AUBURN HILLS, MI 48326	0.25	0.	0.	0.
CHAD K. ELLIOTT	DIRECTOR			
1882 POND RUN ROAD				
AUBURN HILLS, MI 48326	0.25	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,807,905.
b	Average of monthly cash balances	1b	226,694.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,034,599.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,034,599.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	45,519.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,989,080.
6	Minimum investment return. Enter 5% of line 5	6	149,454.

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	149,454.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	5,090.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,090.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	144,364.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	144,364.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	144,364.

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	100,500.
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	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	100,500.
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	5	5,090.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	95,410.

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.

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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				144,364.
2 Undistributed Income, if any, as of the end of 2011				
a Enter amount for 2010 only			100,168.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 100,500.				
a Applied to 2010, but not more than line 2a			100,168.	
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				332.
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		0.		
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 instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				144,032.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	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				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]

1

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				
OAKLAND UNIVERSITY 2200 NORTH SQUIRREL ROAD ROCHESTER, MI 48309	N/A		PROVIDE SUPPORT OF PUBLIC UNIVERSITY	85,000.
SEMINOLE BOOSTERS P.O. BOX 1353 TALLAHASSEE, FL 32302	N/A		PROVIDE SUPPORT OF PUBLIC UNIVERSITY	10,000.
JUPITER FIRST CHURCH 1475 INDIAN CREEK PARKWAY JUPITER, FL 33458	N/A		PROVIDE SUPPORT OF A RELIGIOUS ORGANIZATION	5,000.
LAKE ORION VETERANS MEMORIAL FUND 171 CHAMBERLAIN LAKE ORION, MI 48276	N/A		TO HONOR VETERANS FROM LAKE ORION, MICHIGAN	500.
Total				100,500.
b Approved for future payment				
NONE				
Total				0.

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

- | | | Yes | No |
|----------|--|--------------|----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

8/8/12

DIRECTOR
Title

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

JAMES A. CLEMENT,
CPA

Preparer's signature

James A Clement CPA

Date _____

9/27/12
CPA

Check ☐ self-employed

PTIN	
------	--

P00153947

Firm's name ► **METZLER LOCRIKCHIO SERRA & CO., P.C.**

Firm's EIN ► 38-2488264

Firm's address ► 1800 W. BIG BEAVER - STE. 100
TROY, MI 48084

Phone no. 248-822-9010

Form **990-PF** (2011)

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2011

Name of the organization

Employer identification number

R. HUGH ELLIOTT FAMILY FOUNDATION

37-1557038

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

Employer identification number

R. HUGH ELLIOTT FAMILY FOUNDATION**37-1557038****Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	<u>R HUGH ELLIOTT</u> <u>1882 POND RUN ROAD</u> <u>AUBURN HILLS, MI 48326</u>	\$ <u>255,390.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
<u>2</u>	<u>R HUGH ELLIOTT</u> <u>1882 POND RUN ROAD</u> <u>AUBURN HILLS, MI 48326</u>	\$ <u>501,810.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Employer identification number

37-1557038

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	4,000 SHARES OF ALTERA CORP. 2,000 SHARES OF AUTOMATIC DATA PROCESSING	\$ 255,390.	12/22/11
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	17,600 SHARES OF LOOMIS SAYLES STRATEGIC FUND 26,600 SHARES OF PRINCIPAL PREFERRED SECURITIES	\$ 501,810.	12/22/11
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization

Employer identification number

R. HUGH ELLIOTT FAMILY FOUNDATION**37-1557038****Part III**

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SEE ATTACHED SCHEDULE		PURCHASED		VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
132,379.	156,038.	0.	0.	-23,659.	

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SEE ATTACHED SCHEDULE		PURCHASED		VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
434,437.	347,579.	0.	0.	86,858.	

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SEE ATTACHED SCHEDULE		DONATED		VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
909,598.	836,426.	0.	0.	73,172.	

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SEE ATTACHED SCHEDULE		DONATED		VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
94,101.	81,145.	0.	0.	12,956.	

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
CAPITAL GAIN DISTRIBUTION		PURCHASED		VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
24,609.	0.	0.	0.	24,609.	

CAPITAL GAINS DIVIDENDS FROM PART IV 0.

TOTAL TO FORM 990-PF, PART I, LINE 6A 173,936.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
NORTHERN TRUST	12,583.
NORTHERN TRUST - ACCRUED PURCHASED INTEREST	-2,314.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	10,269.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NORTHERN TRUST	80,107.	0.	80,107.
NORTHERN TRUST	174.	0.	174.
TOTAL TO FM 990-PF, PART I, LN 4	80,281.	0.	80,281.

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAXES	5,000.	5,000.		0.	
MICHIGAN ANNUAL REPORT	20.	20.		0.	
FOREIGN TAX	889.	889.		0.	
TO FORM 990-PF, PG 1, LN 18	5,909.	5,909.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT EXPENSES	14,707.	14,707.		0.	
TO FORM 990-PF, PG 1, LN 23	14,707.	14,707.		0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
	1,485,476.		1,454,421.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,485,476.		1,454,421.	

FORM 990-PF	CORPORATE BONDS		STATEMENT	7
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
	1,083,530.		1,086,194.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,083,530.		1,086,194.	

FORM 990-PF

OTHER ASSETS

STATEMENT

8

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	1,311,682.	815,092.	902,804.
DIVIDENDS RECEIVABLE	1,826.	0.	0.
TO FORM 990-PF, PART II, LINE 15	1,313,508.	815,092.	902,804.

2011 Tax Information Statement

Account Number: 23-80364

Recipient's Tax ID Number: XX-XXX7038

Recipient's Name and Address:

R. HUGH AND NANCY ELLIOTT FOUNDATION
4888 CIDER HILL DR.
ROCHESTER, MI 48306

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

37-1557038

2011 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of Shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld
Short Term Sales								
25.0000	172967424	CITIGROUP INC COM NEW COM NEW	05/13/2011	05/17/2011	1,030.00	1,045.38	-15.38	0.00
5.0000	45865V100	INTERCONTINENTALEXCHANGE INC COM	05/13/2011	05/17/2011	602.30	593.23	9.07	0.00
20.0000	670346105	NUCOR CORP	05/13/2011	05/17/2011	848.10	862.10	-14.00	0.00
28.0000	836034108	ADR SOUFUN HLDGS LTD ADR	05/13/2011	05/17/2011	575.85	662.90	-87.05	0.00
69.0000	284902103	ELDORADO GOLD CORP NEW COM STK	05/13/2011	05/18/2011	1,043.29	1,050.91	-7.62	0.00
82.0000	836034108	ADR SOUFUN HLDGS LTD ADR	05/13/2011	05/18/2011	1,710.33	1,941.35	-231.02	0.00
91.0000	284902103	ELDORADO GOLD CORP NEW COM STK	05/13/2011	05/19/2011	1,383.60	1,385.99	-2.39	0.00
85.0000	500472303	KONINKLIJKE PHILIPS ELECTRS NV	05/13/2011	05/19/2011	2,405.73	2,458.68	-52.95	0.00
23.0000	833635105	ADR SOCIEDAD QUIMICA Y MINERA DE CHILE SA SPONSORED ADR REPSTG SER B SHS	05/13/2011	05/19/2011	1,325.48	1,312.47	13.01	0.00
22.0000	833635105	ADR SOCIEDAD QUIMICA Y MINERA DE CHILE SA SPONSORED ADR REPSTG SER B SHS	05/13/2011	05/20/2011	1,242.40	1,255.41	-13.01	0.00
17.0000	126132109	CNOOC LTD SPND ADR 00	05/13/2011	05/23/2011	3,900.72	3,966.60	-65.88	0.00
60.0000	30215C101	EXPERIAN PLC	05/13/2011	05/26/2011	745.06	796.20	-51.14	0.00
10.0000	886547108	TIFFANY & CO NEW	05/13/2011	05/26/2011	760.79	687.98	72.81	0.00
6.0000	177376100	CITRIX SYS INC	05/13/2011	06/01/2011	516.03	504.27	11.76	0.00

This is important tax information and is being furnished to you.

2011 Tax Information Statement

Account Number: 23-80364

Recipient's Name and Address:

Recipient's Tax ID Number: XX-XXX7038

R. HUGH AND NANCY ELLIOTT FOUNDATION
4888 CIDER HILL DR.
ROCHESTER, MI 48306

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY

P.O. BOX 803878

CHICAGO, IL 60680

37-1557038

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
8.0000	192446102	COGNIZANT TECHNOLOGY SOLUTION CL A	05/13/2011	06/01/2011	599.84	614.97	-15.13	0.00
1.0000	654106103	NIKE INC CLASS B	05/13/2011	06/01/2011	83.47	86.27	-2.80	0.00
45.0000	172967424	CITIGROUP INC COM NEW COM NEW	05/13/2011	06/02/2011	1,777.35	1,881.67	-104.32	0.00
30.0000	670346105	NUCOR CORP	05/13/2011	06/07/2011	1,207.58	1,293.15	-85.57	0.00
35.0000	111320107	BROADCOM CORP CL A	05/13/2011	06/16/2011	1,110.73	1,206.97	-96.24	0.00
65.0000	136385101	CANADIAN NAT RES LTD COM	05/13/2011	06/16/2011	2,511.42	2,660.20	-148.78	0.00
20.0000	469814107	JACOBS ENGR GROUP INC	05/13/2011	06/16/2011	822.27	934.30	-112.03	0.00
15.0000	48203R104	JUNIPER NETWORKS INC	05/13/2011	06/16/2011	442.33	593.03	-150.70	0.00
40.0000	878742204	TECK RESOURCES LIMITED VGT	05/13/2011	06/16/2011	1,775.79	1,863.20	-87.41	0.00
15.0000	469814107	JACOBS ENGR GROUP INC	05/13/2011	06/17/2011	619.29	700.73	-81.44	0.00
15.0000	469814107	JACOBS ENGR GROUP INC	05/13/2011	06/20/2011	614.46	700.72	-86.26	0.00
5.0000	654106103	NIKE INC CLASS B	05/13/2011	06/23/2011	408.64	431.32	-22.68	0.00
155.0000	73753A103	POSTNL N V SPONSORED ADR	05/13/2011	06/24/2011	1,237.64	1,909.91	-672.27	0.00
20.0000	48203R104	JUNIPER NETWORKS INC	05/13/2011	06/27/2011	600.41	790.70	-190.29	0.00
39.0000	826197501	SIEMENS A G SPONSORED ADR	05/13/2011	06/27/2011	5,174.13	5,130.84	43.29	0.00
6.0000	393122106	GREEN MTN COFFEE ROASTERS	05/13/2011	07/07/2011	571.39	454.17	117.22	0.00
11.0000	055434203	BG PLC ADR FIN INST N	05/13/2011	07/11/2011	1,219.09	1,177.77	41.32	0.00
30.0000	15135U109	CENOVUS ENERGY INC COM	05/13/2011	07/11/2011	1,101.23	1,016.98	84.25	0.00
730.0000	251542106	ADR DEUTSCHE BOERSE ADR	05/13/2011	07/12/2011	5,280.06	5,606.40	-326.34	0.00

This is important tax information and is being furnished to you.

2011 Tax Information Statement

Account Number: 23-80364
 Recipient's Tax ID Number: XX-XXX7038

Recipient's Name and Address:
 R. HUGH AND NANCY ELLIOTT FOUNDATION
 4888 CIDER HILL DR.
 ROCHESTER, MI 48306

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

37-1557038

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld
25.0000	444903108	HUMAN GENOME SCIENCES INC.	05/13/2011	07/13/2011	589.03	682.38	93.35	0.00
15.0000	48203R104	JUNIPER NETWORKS INC	05/13/2011	07/13/2011	471.83	593.03	-121.20	0.00
40.0000	87425E103	TALISMAN ENERGY INC	05/13/2011	07/13/2011	775.10	841.80	-66.70	0.00
155.0000	87262N109	TNT EXPRESS N V ADR	05/13/2011	07/18/2011	1,541.45	1,655.09	-113.64	0.00
6.0000	459200101	INTL BUSINESS MACHINES CORP	05/13/2011	07/19/2011	1,093.12	1,021.71	71.41	0.00
25.0000	05565A202	BNP PARIBAS SPONSORED ADR REPSTG 1/4 SH	05/13/2011	07/20/2011	832.23	943.00	-110.77	0.00
1.0000	64110L106	NETFLIX INC COM STK	05/13/2011	07/20/2011	280.05	247.83	32.22	0.00
46.0000	87425E103	TALISMAN ENERGY INC	05/13/2011	07/22/2011	952.13	968.07	-15.94	0.00
5.0000	004764106	ACME PACKET INC COM STK	05/13/2011	07/25/2011	322.55	393.97	-71.42	0.00
24.0000	87425E103	TALISMAN ENERGY INC	05/13/2011	07/25/2011	495.03	505.08	-10.05	0.00
205.0000	05967A107	ADR BANCO SANTANDER BRASIL S A ADS REPSTG 1 UNIT	05/13/2011	07/28/2011	1,866.61	2,306.26	-439.65	0.00
15.0000	682680103	ONEOK INC NEW	07/07/2011	07/28/2011	1,098.90	1,133.47	-34.57	0.00
125.0000	704326107	PAYCHEX INC	07/07/2011	07/28/2011	3,542.48	3,955.48	-413.00	0.00
60.0000	444903108	HUMAN GENOME SCIENCES INC	05/13/2011	08/02/2011	1,182.99	1,637.70	-454.71	0.00
45.0000	48203R104	JUNIPER NETWORKS INC	05/13/2011	08/02/2011	1,036.45	1,779.07	-742.62	0.00
15.0000	052769106	AUTODESK, INC	05/13/2011	08/08/2011	450.39	684.68	-234.29	0.00
10.0000	64110D104	NETAPP INC COM STK	05/13/2011	08/08/2011	396.41	541.85	-145.44	0.00
2.0000	64110D104	NETAPP INC COM STK	05/13/2011	08/09/2011	80.99	108.37	-27.38	0.00
23.0000	64110D104	NETAPP INC COM STK	05/13/2011	08/09/2011	926.24	1,246.26	-320.02	0.00

This is important tax information and is being furnished to you.

2011 Tax Information Statement

Account Number: 23-80364

Recipient's Tax ID Number: XX-XXX7038

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Recipient's Name and Address:
R. HUGH AND NANCY ELLIOTT FOUNDATION
4888 CIDER HILL DR.
ROCHESTER, MI 48306

37-1557038

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
15.0000	097023105	BOEING CO COM	05/13/2011	08/12/2011	919.28	1,186.58	-267.30	0.00
15.0000	244199105	DEERE & CO	05/13/2011	08/12/2011	1,123.25	1,324.12	-200.87	0.00
10.0000	231021106	CUMMINS ENGINE INC	05/13/2011	08/18/2011	844.58	1,107.65	-263.07	0.00
6.0000	794661302	SALESFORCE COM INC COM STK	05/13/2011	08/18/2011	724.57	813.27	-88.70	0.00
10.0000	177376100	CITRIX SYS INC	05/13/2011	08/19/2011	513.70	840.45	-326.75	0.00
35.0000	088606108	BHP LTD SPONSORED ADR	05/13/2011	08/30/2011	2,923.60	3,248.11	-324.51	0.00
4.0000	641101106	NETFLIX INC COM STK	05/13/2011	09/02/2011	852.61	991.30	-138.69	0.00
10.0000	177376100	CITRIX SYS INC	05/13/2011	09/06/2011	557.15	840.45	-283.30	0.00
5.0000	315616102	F5 NETWORKS INC	05/13/2011	09/06/2011	368.69	529.78	-161.09	0.00
75.0000	919134304	ADR VALEO SPONSORED	05/13/2011	09/09/2011	1,706.30	2,220.75	-514.45	0.00
95.0000	001204106	AGL RES INC	07/07/2011	09/16/2011	3,874.47	4,017.54	-143.07	0.00
25.0000	65339F101	NEXTERA ENERGY INC COM	07/07/2011	09/16/2011	1,377.82	1,451.18	-73.36	0.00
35.0000	742718109	PROCTER & GAMBLE CO	07/07/2011	09/16/2011	2,223.63	2,277.35	-53.72	0.00
10.0000	452327109	ILLUMINA INC	05/13/2011	09/19/2011	468.57	762.85	-294.28	0.00
10.0000	637071101	NATIONAL-OILWELL INC	05/13/2011	09/19/2011	629.87	684.95	-55.08	0.00
5.0000	641101106	NETFLIX INC COM STK	05/13/2011	09/19/2011	786.37	1,239.12	-452.75	0.00
20.0000	867224107	SUNCOR ENERGY INC NEW COM STK	05/13/2011	09/19/2011	587.73	798.49	-210.76	0.00
80.0000	05565A202	BNP PARIBAS SPONSORED ADR REPSTG 1/4 SH	05/13/2011	09/20/2011	1,360.15	3,017.60	-1,657.45	0.00
10.0000	768573107	RIVERBED TECHNOLOGY INC COM	05/13/2011	09/27/2011	226.23	375.65	-149.42	0.00

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2011 Tax Information Statement

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 R. HUGH AND NANCY ELLIOTT FOUNDATION
 4888 CIDER HILL DR.
 ROCHESTER, MI 48306

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

37-1557038

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
10.0000	88076W103	TERADATA CORP DEL COM STK	05/13/2011	09/27/2011	574.64	535.56	39.08	0.00
220.0000	06426M104	ADR BANK CHINA LTD ADR ADR	05/13/2011	09/28/2011	1,780.10	3,020.60	-1,240.50	0.00
25.0000	35671D857	FREEMPORT MCMORAN C & G CL B COM STK	05/13/2011	10/03/2011	772.85	1,217.38	-444.53	0.00
5.0000	393122106	GREEN MTN COFFEE ROASTERS	05/13/2011	10/03/2011	451.81	378.48	73.33	0.00
10.0000	3156616102	F5 NETWORKS INC	05/13/2011	10/04/2011	759.42	1,059.55	-300.13	0.00
50.0000	867224107	SUNCOR ENERGY INC NEW COM STK	05/13/2011	10/05/2011	1,316.98	1,996.24	-679.26	0.00
135.0000	59410T106	ADR MICHELIN COMPAGNIE GENERALE DES ETABLISSEMENTS MICHELIN ADR	05/13/2011	10/06/2011	1,596.74	2,492.10	-895.36	0.00
1.0000	68372A104	OPENTABLE INC COM	05/13/2011	10/10/2011	47.99	93.00	-45.01	0.00
5.0000	68372A104	OPENTABLE INC COM	Various	10/11/2011	237.08	457.86	-220.78	0.00
50.0000	452327109	ILLUMINA INC	Various	10/13/2011	1,317.71	3,583.01	-2,265.30	0.00
60.0000	768573107	RIVERBED TECHNOLOGY INC COM	05/13/2011	10/20/2011	1,457.57	2,253.90	-796.33	0.00
85.0000	34959A107	ADR FORTESCUE METALS GROUP LTD ADR	05/13/2011	10/25/2011	2,035.48	2,849.20	-813.72	0.00
60.0000	110122108	BRISTOL MYERS SQUIBB CO	07/07/2011	10/26/2011	1,924.64	1,763.50	161.14	0.00
75.0000	421906108	HEALTHCARE SVCS GROUP INC	07/07/2011	10/26/2011	1,284.33	1,311.61	-27.28	0.00
5.0000	243537107	DECKERS OUTDOOR CORP	05/13/2011	10/28/2011	575.05	450.02	125.03	0.00
10.0000	393122106	GREEN MTN COFFEE ROASTERS	05/13/2011	10/28/2011	700.11	756.95	-56.84	0.00
45.0000	74022D308	PRECISION DRILLING CORPORATION COM STK	06/24/2011	10/28/2011	564.28	603.77	-39.49	0.00
40.0000	15135U109	CENOVUS ENERGY INC COM	05/13/2011	10/31/2011	1,407.73	1,355.97	51.76	0.00

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2011 Tax Information Statement

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 Recipient's Tax ID Number: XX-XXX7038

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 4888 CIDER HILL DR.
 ROCHESTER, MI 48306

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

37-1557038

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
23.0000	68372A104	OPENTABLE INC COM	Various	11/02/2011	869.79	1,534.56	-664.77	0.00
25.0000	055262505	BASF AG SPONSORED ADR 00	05/13/2011	11/04/2011	1,762.13	2,266.25	-504.12	0.00
23.0000	20825C104	CONOCOPHILLIPS	07/07/2011	11/14/2011	1,646.15	1,770.39	-124.24	0.00
7.0000	22576C101	CRESCENT POINT ENERGY CORP COM	07/07/2011	11/14/2011	282.48	316.54	-34.06	0.00
4.0000	485170302	KANSAS CITY SOUTHERN INDS INC NEW	05/13/2011	11/14/2011	266.03	218.42	47.61	0.00
25.0000	923725105	VERMILION ENERGY INC COM	07/07/2011	11/14/2011	1,172.56	1,303.42	-130.86	0.00
27.0000	20825C104	CONOCOPHILLIPS	07/07/2011	11/15/2011	1,939.31	2,078.28	-138.97	0.00
8.0000	22576C101	CRESCENT POINT ENERGY CORP COM	07/07/2011	11/15/2011	320.77	361.76	-40.99	0.00
30.0000	923725105	VERMILION ENERGY INC COM	07/07/2011	11/15/2011	1,408.86	1,564.10	-155.24	0.00
1.0000	560877300	MAKITA ELECTRIC WORKS LTD ADR NEW	05/13/2011	11/17/2011	33.81	43.58	-9.77	0.00
74.0000	560877300	MAKITA ELECTRIC WORKS LTD ADR NEW	05/13/2011	11/18/2011	2,524.16	3,225.15	-700.99	0.00
17.0000	92532F100	VERTEX PHARMACEUTICALS INC	Various	11/21/2011	471.09	921.67	-450.58	0.00
5.0000	037411105	APACHE CORP	05/13/2011	11/25/2011	440.39	620.98	-180.59	0.00
2.0000	037833100	APPLE COMPUTER INC	05/13/2011	11/25/2011	735.58	685.57	50.01	0.00
1.0000	46120E602	INTUITIVE SURGICAL INC COM NEW STK	05/13/2011	11/25/2011	416.90	356.05	60.85	0.00
5.0000	966837106	WHOLE FOODS MKT INC	05/13/2011	11/25/2011	320.94	312.58	8.36	0.00
25.0000	35671D857	FREEPORT MCMORAN C & G CL B COM STK	05/13/2011	11/28/2011	896.91	1,217.38	-320.47	0.00
18.0000	92532F100	VERTEX PHARMACEUTICALS INC	Various	11/28/2011	490.79	903.18	-412.39	0.00

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 4888 CIDER HILL DR.
 ROCHESTER, MI 48306

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

37-1557038

Number of shares	CUSIP	Description	Date		Date of Sale	Stocks, Bonds, etc.		Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld
			Acquired	Sale						
5.0000	189754104	COACH INC	05/13/2011	11/29/2011		300.44	300.28		0.16	0.00
10.0000	088606108	BHP LTD SPONSORED ADR	05/13/2011	11/30/2011		743.78	928.85		-185.07	0.00
65.0000	37733W105	GLAXO PLC ADR	07/07/2011	12/14/2011		2,894.12	2,856.06		38.06	0.00
16.0000	421906108	HEALTHCARE SVCS GROUP INC	07/07/2011	12/14/2011		286.43	279.81		6.62	0.00
15.0000	718172109	PHILIP MORRIS INTERNATIONAL	07/07/2011	12/14/2011		1,135.77	1,039.32		96.45	0.00
45.0000	421906108	HEALTHCARE SVCS GROUP INC	07/07/2011	12/15/2011		785.33	786.97		-1.64	0.00
10.0000	015351109	ALEXION PHARMACEUTICALS INC	05/13/2011	12/16/2011		653.79	499.28		154.51	0.00
35.0000	421906108	HEALTHCARE SVCS GROUP INC	07/07/2011	12/16/2011		611.92	612.09		-0.17	0.00
74.0000	421906108	HEALTHCARE SVCS GROUP INC	07/07/2011	12/19/2011		1,249.84	1,294.13		-44.29	0.00
5.0000	637071101	NATIONAL-OILWELL INC	05/13/2011	12/19/2011		323.78	342.48		-18.70	0.00
35.0000	406216101	HALLIBURTON CO	05/13/2011	12/20/2011		1,151.41	1,617.53		-466.12	0.00
7.0000	79466L302	SALESFORCE.COM INC COM STK	05/13/2011	12/22/2011		680.76	948.82		-268.06	0.00
10.0000	45666Q102	INFORMATICA CORP	07/15/2011	12/28/2011		365.87	536.03		-170.16	0.00
10.0000	45666Q102	INFORMATICA CORP	08/01/2011	12/29/2011		369.93	509.52		-139.59	0.00
30.0000	68389X105	ORACLE CORPORATION	05/13/2011	12/29/2011		773.10	1,058.85		-285.75	0.00
Total Short Term Sales						132,378.78	156,037.64		-23,658.86	0.00
Long Term 15% Sales						10,000.00	10,417.10		-417.10	0.00
10000.0000 46625HDD9						JPMORGAN CHASE & CO FORMERLY J P MORGAN 4.6 DUE 01-17-2011				

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2011 Tax Information Statement

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Recipient's Name and Address:
R. HUGH AND NANCY ELLIOTT FOUNDATION
4888 CIDER HILL DR.
ROCHESTER, MI 48306

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37-1557038

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of Shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld
10000.0000	68402LAE4	ORACLE CORP / 5% DUE 01-15-2011 01-15-2011 BEQ	01/05/2009	01/18/2011	P 10,000.00	10,387.00	-387.00	0.00
10000.0000	17275RAB8	CISCO SYS INC 5.25% DUE 02-22-2011 REG	12/02/2008	02/22/2011	P 10,000.00	10,134.00	-134.00	0.00
800.0000	031162100	AMGEN INC	08/08/1997	05/09/2011	D 46,259.11	11,734.00	34,525.11	0.00
1500.0000	871829107	SYSCO CORP	07/25/1996	05/09/2011	D 47,841.58	11,202.00	36,639.58	0.00
6625.4400	665130209	MFB NORTN INTL EQTY INDEX FD	Various	05/10/2011	P 74,999.99	58,710.78	16,289.21	0.00
7688.7100	665162517	MFB NORTHERN FUNDS MULTI MANAGER LARGE CAP FD	Various	05/10/2011	P 75,000.00	49,967.70	25,032.30	0.00
7218.4800	665162558	MFB NORTN MULTI-MANAGER INTL EQTY FD FD	Various	05/10/2011	P 75,000.00	57,639.83	17,360.17	0.00
4458.9800	665162772	MFB NORTHERN FDS STK INDEX FD	Various	05/10/2011	P 75,000.00	51,742.42	23,257.58	0.00
10000.0000	073902ML9	BEAR STEARNS COS 5.5% DUE 08-15-2011 5.5% DUE 08-15-2011 BEQ	06/03/2009	08/15/2011	P 10,000.00	10,530.00	-530.00	0.00
250.0000	464287176	MFC ISHARES TR BARCLAYS TIPS 8D FD PROTECTED SECS FD	Various	11/08/2011	P 29,437.78	25,689.52	3,748.26	0.00
1029.8700	665130209	MFB NORTN INTL EQTY INDEX FD	Various	11/08/2011	P 10,000.00	8,719.35	1,280.65	0.00
1109.8800	665162558	MFB NORTN MULTI-MANAGER INTL EQTY FD FD	Various	11/08/2011	P 10,000.00	8,419.16	1,580.84	0.00
5548.7100	722005667	PIMCO COMMODITY REALRETURN STRATEGY FUND	03/02/2010	11/08/2011	P 45,000.00	45,221.98	-221.98	0.00

Total Long Term 15% Sales 528,538.46 370,514.84 158,023.62

Unknown Term (or Cost) Sales P = 434,437 347,579 86,858
D = 94,101 22,936 71,165

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 ROCHESTER, MI 48306

THE NORTHERN TRUST COMPANY
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37-1557038

Number or Shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld
8459.0000	437076102	HOME DEPOT INC	1/31/08	05/09/2011	312,314.65	256,972.00	55,342.65	0.00
1300.0000	438516106	HONEYWELL INTL INC	8/29/05	05/09/2011	80,149.96	50,599.00	29,550.96	0.00
1000.0000	913017109	UNITED TECHNOLOGIES CORP	9/30/97	05/09/2011	89,996.87	20,007.00	69,989.87	0.00
7000.0000	437076102	HOME DEPOT INC	1/31/08	06/30/2011	251,885.95	212,650.00	39,235.95	0.00
300.0000	438516106	HONEYWELL INTL INC	8/29/05	06/30/2011	17,944.15	11,677.00	6,267.15	0.00
300.0000	913017109	UNITED TECHNOLOGIES CORP	9/30/97	06/30/2011	26,607.86	6,002.00	20,605.86	0.00
1000.0000	437076102	HOME DEPOT INC	1/31/08	11/08/2011	37,481.07	30,378.00	7,103.07	0.00
700.0000	438516106	HONEYWELL INTL INC	8/29/05	11/08/2011	38,179.29	27,246.00	10,933.29	0.00
700.0000	913017109	UNITED TECHNOLOGIES CORP	9/30/97	11/08/2011	55,037.91	14,004.00	41,033.91	0.00
Total Unknown Term (or Cost) Sales					909,597.71	629,535.00	280,062.71	0.00

R. Hugh Elliott Family Foundation
2011
Tax ID # 37-1557038
Balance Sheet

Line	12/31/2011	
	COST	FMV
Donated Value		
10b - Corporate Stock - Merrill Lynch		
Altera Corp.**	4,000	147,940
Automatic Data Processing**	2,000	107,450
Loomis Strategic**	17,600	251,504
Principal Preferred**	26,600	250,306
** Donation from Hugh Elliott		
Northern Trust B&G (see schedule)		246,757
Northern Trust NEUBERGER (see schedule)		254,643
Northern Trust THEMATIC (see schedule)		226,876
	1,485,476	1,454,421
10c - Corporate Bonds		
Northern Trust FND (see schedule)		1,083,530
	1,083,530	1,086,194
15 - Mutual Funds		
Northern Trust FND (see schedule)		75,763
Northern Trust FND (see schedule)		188,380
Northern Trust FND (see schedule)		550,949
	815,092	902,804

Account Statement

December 1, 2011 - December 31, 2011

Account Number 23-06213
ELLIOTT, R & N FDN - B&G

37-1557038

Portfolio Details

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
Equity Securities - Large Cap									
ABBOTT LABORATORIES, COMMON STOCK, NO PAR (ABT)	\$56.230	165.00	\$9,277.95	\$8,846.15	\$431.80		\$316.80	3.4%	3.7%
ALTRIA GROUP INC COM (MO)	29.650	190.00	5,633.50	5,140.18	493.32	77.90	311.60	5.5%	2.2%
AT&T INC COM (T)	30.240	200.00	6,048.00	6,252.38	(204.38)		352.00	5.8%	2.4%
AUTOMATIC DATA PROCESSING INC COM (ADP)	54.010	90.00	4,860.90	4,950.23	(89.33)	35.55	142.20	2.9%	1.9%
BLACKROCK INC COM STK (BLK)	178.240	18.00	3,208.32	2,880.50	327.82		99.00	3.1%	1.3%
BRISTOL MYERS SQUIBB CO COMMON STOCK (BMY)	35.240	225.00	7,929.00	6,613.13	1,315.87		306.00	3.9%	3.1%
COCA COLA CO COM (KO)	69.970	70.00	4,897.90	4,821.60	76.30		131.60	2.7%	1.9%
CONOCOPHILLIPS COM (COP)	72.870	50.00	3,643.50	3,848.67	(205.17)		132.00	3.6%	1.4%
EMERSON ELECTRIC CO COM (EMR)	46.590	85.00	3,960.15	4,954.68	(994.53)		136.00	3.4%	1.6%
H J HEINTZ (HNZ)	54.040	140.00	7,565.60	7,518.33	47.27	67.20	268.80	3.6%	3.0%
HCP INC COM REIT (HCP)	41.430	135.00	5,593.05	5,140.81	452.24		259.20	4.6%	2.2%
INTEL CORP COM (INTC)	24.250	375.00	9,093.75	8,541.53	552.22		315.00	3.5%	3.6%
KIMBERLY-CLARK CORP. COMMON STOCK \$5 PAR (KMB)	73.560	95.00	6,988.20	6,359.73	628.47	66.50	266.00	3.8%	2.8%
MC DONALDS CORP. COMMON STOCK, NO PAR (MCD)	100.330	130.00	13,042.90	11,178.77	1,864.13		364.00	2.8%	5.1%
MERCK & CO INC NEW COM (MRK)	37.700	70.00	2,639.00	2,474.97	164.03		106.40	4.0%	1.0%

Continued on next page.



Account Statement

December 1, 2011 - December 31, 2011

Account Number 23-0621
ELLIOTT, R & N FDN - B&G



37-1557038

Portfolio Details (continued)

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
NEXTERA ENERGY INC COM (NEE)	60.880	70.00	4,261.60	4,063.29	198.31		154.00	3.6%	1.7%
PHILIP MORRIS INTL COM STK NPV (PM)	78.480	125.00	9,810.00	8,660.99	1,149.01	96.25	385.00	3.9%	3.9%
PRAXAIR INC COMMON STOCK (PX)	106.900	53.00	5,665.70	5,914.14	(248.44)		106.00	1.9%	2.2%
PROCTER & GAMBLE COM NPV (PG)	66.710	100.00	6,671.00	6,506.72	164.28		210.00	3.1%	2.6%
SOUTHERN CO., COMMON STOCK, \$5 PAR (SO)	46.290	155.00	7,174.95	6,275.70	899.25		292.95	4.1%	2.8%
SPECTRA ENERGY CORP COM STK (SE)	30.750	225.00	6,918.75	6,138.11	780.64		252.00	3.6%	2.7%
UNITED TECHNOLOGIES CORP COM (UTX)	73.090	90.00	6,578.10	8,261.71	(1,683.61)		172.80	2.6%	2.6%
WASTE MGMT INC. DEL COM STK (WM)	32.710	190.00	6,214.90	7,093.45	(878.55)		258.40	4.2%	2.5%
Total Large Cap			\$147,676.72	\$142,435.77	\$5,240.95	\$343.40	\$5,337.75	3.6%	58.3%
Equity Securities - Mid Cap									
DARDEN RESTAURANTS INC COM (DRI)	\$45.580	115.00	\$5,241.70	\$5,011.71	\$229.99		\$197.80	3.8%	2.1%
DIGITAL RLTY TR INC COM (DLR)	66.670	100.00	6,667.00	6,323.12	343.88	68.00	272.00	4.1%	2.6%
GENUINE PARTS CO COM (GPC)	61.200	105.00	6,426.00	6,046.81	379.19	47.25	189.00	2.9%	2.5%
HEALTH CARE RET INC COM (HCN)	54.530	105.00	5,725.65	5,646.77	78.88		300.30	5.2%	2.3%
MATTEL INC COM STOCK \$1.00 PAR (MAT)	27.760	190.00	5,274.40	5,341.89	(67.49)		174.80	3.3%	2.1%
NATIONAL RETAIL PPTYS INC COM STK (NNN)	26.380	130.00	3,429.40	3,328.98	100.42		200.20	5.8%	1.4%
ONEOK INC COM STK (OKE)	86.690	90.00	7,802.10	6,800.80	1,001.30		201.60	2.6%	3.1%

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Account Statement

December 1, 2011 - December 31, 2011

Account Number 23-0621
ELLIOTT, R & N FDN - B&G

Portfolio Details (continued)

37-1557038

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Asset
Total International Developed			\$38,904.95	\$40,199.92	(\$1,294.97)	\$344.01	\$1,739.09	4.5%	15.3%
Equity Securities - Other Equity									
KINDER MORGAN INC DEL COM (KMI)	\$32.170	250.00	\$8,042.50	\$6,968.71	\$1,073.79		\$140.00	1.7%	3.2%
VERMILION ENERGY INC COM (VEMTF)	44.469	85.00	3,779.82	4,431.62	(651.80)	15.60	187.26	5.0%	1.5%
Total Other Equity			\$11,822.32	\$11,400.33	\$421.99	\$15.60	\$327.26	2.8%	4.7%
Total Equity Securities			\$253,470.04	\$246,757.49	\$6,712.55	\$833.53	\$9,506.02	3.8%	100.0%

Account Statement

December 1, 2011 - December 31, 2011

Account Number 23-01348
ELLIOTT, R & N FDN - NEUBERGER
37-1557038

Portfolio Details

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
Equity Securities - Large Cap									
ACCENTURE PLC SHS CL A NEW (ACN)	\$53.230	40.00	\$2,129.20	\$2,239.20	(\$110.00)		\$54.00	2.5%	0.9%
BRIDGESTONE CORP ADR-EACH CNV INTO 10 ORD Y50 (BRDCY)	45.000	35.00	1,575.00	1,597.49	(22.49)		14.35	0.9%	0.7%
MTN GROUP LTD SPONSORED ADR (MTNOY)	17.700	245.00	4,336.50	4,900.00	(563.50)		203.60	4.7%	1.9%
NORDEA BK AB SWEDEN (NRBAY)	7.820	420.00	3,284.40	4,507.02	(1,222.62)		137.34	4.2%	1.5%
SILVER WHEATON CORP COM (SLW)	28.960	100.00	2,896.00	3,439.00	(543.00)		12.00	0.4%	1.3%
SODEXO (SDXAY)	71.950	65.00	4,676.75	4,934.80	(258.05)		93.61	2.0%	2.1%
Total Large Cap			\$18,897.85	\$21,617.51	(\$2,719.66)		\$514.89	2.7%	8.4%
Equity Securities - Mid Cap									
INFORMA PLC (IFPJY)	\$11.160	260.00	\$2,901.60	\$3,090.16	(\$188.56)		\$107.90	3.7%	1.3%
PETROFAC LTD ADS. (POFCY)	11.190	220.00	2,461.80	2,406.54	55.26		46.86	1.9%	1.1%
PRECISION DRILLING CORPORATION COM STK (PDS)	10.260	100.00	1,026.00	1,383.57	(357.57)				0.5%
SURSEA 7 S A SPONSORED ADR (SUBCY)	18.610	170.00	3,163.70	4,138.34	(974.64)		35.70	1.1%	1.4%
WILLIS GROUP HOLDINGS COM USD0.000115 (NEW) (WSH)	38.800	145.00	5,626.00	5,790.54	(164.54)		150.80	2.7%	2.5%
Total Mid Cap			\$15,179.10	\$16,809.15	(\$1,630.05)		\$341.26	2.2%	6.8%

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Account Statement

December 1, 2011 - December 31, 2011

Account Number 23-013
ELLIOTT, R & N FDN - NEUBERGER
37-1557038

Portfolio Details (continued)

Equity Securities - International Developed	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
BHP BILLITON PLC SPONSORED ADR (BBL)	\$58.390	45.00	\$2,627.55	\$3,001.96	(\$374.41)		\$90.90	3.5%	1.2%
CSL LTD ADR (CMXHY)	16.280	200.00	3,256.00	3,432.13	(176.13)		17.14	0.5%	1.5%
Total Australia - USD			\$5,883.55	\$6,434.09	(\$550.54)		\$108.04	1.8%	2.6%
ANHEUSER BUSCH INBEV SA/NV SPONSOREDADR (BUD)	60.990	50.00	3,049.50	2,979.50	70.00		48.50	1.6%	1.4%
Total Belgium - USD			\$3,049.50	\$2,979.50	\$70.00		\$48.50	1.6%	1.4%
BAYTEX ENERGY CORP COM (BTE)	55.890	60.00	3,353.40	3,268.31	85.09	13.07	156.90	4.7%	1.5%
CENOVUS ENERGY INC COM (CVE)	33.200	70.00	2,324.00	2,372.95	(48.95)		55.72	2.4%	1.0%
CORUS ENTMT INC CL B NON VTG (CJREF)	20.240	125.00	2,530.00	2,652.50	(122.50)		107.00	4.2%	1.1%
GOLDCORP INC NEW COM (GG)	44.250	95.00	4,203.75	4,473.64	(269.89)		51.30	1.2%	1.9%
NEW GOLD INC CDA COM (NGD)	10.080	360.00	3,628.80	3,412.11	216.69				1.6%
PENN WEST PETROLEUM LTD COM STK (PWE)	19.800	100.00	1,980.00	2,585.25	(605.25)	26.63	106.50	5.4%	0.9%
POTASH CORP SASK INC COM (POT)	41.280	85.00	3,508.80	4,411.74	(902.94)		23.80	0.7%	1.6%
Total Canada - USD			\$21,528.75	\$23,176.50	(\$1,647.75)	\$39.70	\$501.22	2.3%	9.6%
NOVO-NORDISK A SADR (NVO)	115.260	41.00	4,725.66	5,097.56	(371.90)		55.68	1.2%	2.1%
Total Denmark - USD			\$4,725.66	\$5,097.56	(\$371.90)		\$55.68	1.2%	2.1%
ALCATEL-LUCENT (ALU)	1.560	1,540.00	2,402.40	6,758.62	(4,356.22)		542.08	22.6%	1.1%

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Account Number 23-01348
ELLIOTT, R & N FDN - NEUBERGER
37-1557038

Portfolio Details (continued)

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
L OREAL CO ADR (LRLCY)	20.830	120.00	2,499.60	2,466.68	32.92		44.40	1.8%	1.1%
LVMAH MOET HENNESSY LOUIS VUITTON ADR (LVMUY)	28.100	105.00	2,950.50	3,572.10	(621.60)		47.36	1.6%	1.3%
SCHNEIDER ELEC SA ADR (SBGSY)	10.510	415.00	4,361.65	6,331.29	(1,969.64)		142.76	3.3%	1.9%
Total France - USD			\$12,214.15	\$19,128.69	(\$6,914.54)		\$776.60	6.4%	5.4%
BASF AKTIENGESellschaft - LEVEL I (BASFY)	69.730	35.00	2,440.55	3,172.75	(732.20)		80.26	3.3%	1.1%
DEUTSCHE TELEKOM AG SPONSORED ADR (DTGYY)	11.450	285.00	3,263.25	4,226.55	(963.30)		273.89	8.4%	1.5%
FRESENIUS MEDICAL CARE AG AND CO KGAA (FMS)	67.980	75.00	5,098.50	5,341.64	(243.14)		48.98	1.0%	2.3%
LINDE AG-SPONSORED ADR (LNEGY)	14.910	310.00	4,622.10	5,251.40	(629.30)		65.41	1.4%	2.1%
SAP AG SPONSORED ADR (SAP)	52.950	70.00	3,706.50	4,393.20	(686.70)		42.61	1.2%	1.7%
Total Germany - USD			\$19,130.90	\$22,385.54	(\$3,254.64)		\$511.13	2.7%	8.5%
SUN HUNG KAI PROP LTD NEW (SUHJY)	12.500	150.00	1,875.00	2,332.50	(457.50)	43.25	42.38	2.3%	0.8%
Total Hong Kong - USD			\$1,875.00	\$2,332.50	(\$457.50)	\$43.25	\$42.38	2.3%	0.8%
CANON INC ADR REPSTG 5 SHS (CAJ)	44.040	70.00	3,082.80	3,235.16	(152.36)		101.29	3.3%	1.4%
JUPITER TELECOMMUNICATION CO LTD ADR (JUPIY)	67.680	90.00	6,091.20	6,662.20	(571.00)		117.36	1.9%	2.7%
KAO CORP SPONSORED ADR REPSTG 10 SHSCOM (KCRPY)	27.200	70.00	1,904.00	1,755.60	148.40		44.38	2.3%	0.8%
KDDI CORP ADR (KDDIY)	16.100	260.00	4,186.00	4,516.85	(330.85)		105.82	2.5%	1.9%

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Account Statement

December 1, 2011 - December 31, 2011

Account Number 23-0134
ELLIOTT, R & N FDN - NEUBERGER

Portfolio Details (continued)

37-1557038

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
NTT DOCOMO INC ADR (DCM)	18.350	155.00	2,844.25	2,932.17	(87.92)		97.96	3.4%	1.3%
Total Japan - USD			\$18,108.25	\$19,101.98	(\$993.73)		\$466.81	2.6%	8.1%
AKZO NOBEL N V SPONSORED ADR (AKZOY)	48.300	70.00	3,381.00	5,117.70	(1,736.70)		116.90	3.5%	1.5%
KONINKLUKE AHOLD NV SPONSORED ADR 2007 (AHONY)	13.450	350.00	4,707.50	4,833.50	(126.00)		121.80	2.6%	2.1%
UNILEVER N V NEW YORK SHS NEW (UN)	34.370	135.00	4,639.95	4,397.63	242.32		117.46	2.5%	2.1%
Total Netherlands - USD			\$12,728.45	\$14,348.83	(\$1,620.38)		\$356.16	2.8%	5.7%
ERICSSON L M TEL CO ADR CL B SEK 10 NEW ERICSSON L M TEL CO ADR (ERIC)	10.130	330.00	3,342.90	4,536.53	(1,193.63)		85.14	2.5%	1.5%
Total Sweden - USD			\$3,342.90	\$4,536.53	(\$1,193.63)		\$85.14	2.5%	1.5%
CREDIT SUISSE GROUP SPONSORED ADR ISIN US2254011081 (CS)	23.480	135.00	3,169.80	5,172.64	(2,002.84)		199.67	6.3%	1.4%
GIVAUDAN SA ADR (GVDNY)	19.340	260.00	5,028.40	5,447.00	(418.60)		109.98	2.2%	2.2%
NESTLE S A SPONSORED ADR REPSTG REG SH (NSRGY)	57.710	60.00	3,462.60	3,687.00	(224.40)		65.36	1.9%	1.5%
NOVARTIS AG (NVS)	57.170	95.00	5,431.15	5,712.98	(281.83)		190.48	3.5%	2.4%
ROCHE HLDG LTD SPONSORED ADR ISIN #US771195104 (RHHBY)	42.550	150.00	6,382.50	6,280.50	102.00		99.78	1.6%	2.8%
SGS SA (SGSOY)	16.570	285.00	4,722.45	5,363.70	(641.25)		39.52	0.8%	2.1%
Total Switzerland - USD			\$28,196.90	\$31,663.82	(\$3,466.92)		\$704.78	2.5%	12.6%
8G PLC ADR FINAL INSTALLMENT NEW (BRGY)	107.000	37.00	3,959.00	3,961.59	(2.59)		41.77	1.1%	1.8%

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December 1, 2011 - December 31, 2011

Account Number 23-01348
ELLIOTT, R & N FDN - NEUBERGER

37-1557038

Portfolio Details (continued)

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
BUNZL PLC SPONSORED ADR NEW (BZLPY)	68.800	65.00	4,472.00	3,998.15	473.85	39.86	122.79	2.7%	2.0%
DIAGEO PLC SPONSORED ADR NEW (DEO)	87.420	30.00	2,622.60	2,517.48	105.12		77.85	3.0%	1.2%
EXPERIAN PLC (EXPGY)	13.570	435.00	5,902.95	5,772.45	130.50	39.36	113.10	1.9%	2.6%
REED ELSEVIER P L C SPONSORED ADR NEW (RUK)	32.240	140.00	4,513.60	4,918.35	(404.75)		187.74	4.2%	2.0%
RIO TINTO PLC SPONSORED ADR (RIO)	48.920	70.00	3,424.40	4,639.84	(1,215.44)		62.86	1.8%	1.5%
SAGE GROUP PLC UNSPONSORED ADR ADR (SGPY)	18.180	150.00	2,727.00	2,847.00	(120.00)		69.15	2.5%	1.2%
TESCO PLC SPONSORED ADR (TSCDY)	18.840	250.00	4,710.00	4,905.21	(195.21)	49.38	152.38	3.2%	2.1%
TULLOW OIL PLC ADR ADR (TUWOY)	10.746	285.00	3,062.61	3,069.85	(7.24)		15.39	0.5%	1.4%
VODAFONE GROUP PLC NEW SPONSORED ADR (VOD)	28.030	305.00	8,549.15	8,327.81	221.34	339.61	440.12	5.1%	3.8%
Total United Kingdom - USD			\$43,943.31	\$44,957.73	(\$1,014.42)	\$468.21	\$1,283.14	2.9%	19.6%
Total International Developed			\$174,727.32	\$196,143.27	(\$21,415.95)	\$551.16	\$4,939.58	2.8%	77.9%
Equity Securities - International Emerging									
GAFISA S A SPONSORED ADR REPSTG 2 COM SHS (GFA)	\$4.600	165.00	\$759.00	\$1,787.71	(\$1,028.71)		\$45.05	5.9%	0.3%
OGX PETROLEO E GAS PARTICIPACOES S ASPONSORED ADR ADR (OGXPY)	7.290	300.00	2,187.00	2,805.30	(618.30)				1.0%
Total Brazil - USD			\$2,946.00	\$4,593.01	(\$1,647.01)		\$45.05	1.5%	1.3%

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December 1, 2011 - December 31, 2011

Account Number 23-0134
ELLIOTT, R & N FDN - NEUBERGER

37-1557038

Portfolio Details (continued)

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
SOCIEDAD QUIMICA Y MINERA DE CHILE SA SPONSORED ADR REPSTG SER B SHS (SQM)	53.850	60.00	3,231.00	3,423.85	(192.85)		18.73	0.6%	1.4%
Total Chile - USD			\$3,231.00	\$3,423.85	(\$192.85)		\$18.73	0.6%	1.4%
CHINA MOBILE LTD (CHL)	48.490	80.00	3,879.20	3,622.40	256.80		146.88	3.8%	1.7%
Total China - USD			\$3,879.20	\$3,622.40	\$256.80		\$146.88	3.8%	1.7%
SHINHAN FINL GROUP CO LTD SPONSORED ADR (SHG)	68.210	35.00	2,387.35	3,113.35	(726.00)		46.13	1.9%	1.1%
Total KOREA, REPUBLIC OF - USD			\$2,387.35	\$3,113.35	(\$726.00)		\$46.13	1.9%	1.1%
TURKIYE GARANTI BANKASI A S SPONSORED ADR REPSTG 2000 SHS (TKGBY)	3.110	495.00	1,539.45	2,281.95	(742.50)		32.67	2.1%	0.7%
Total Turkey - USD			\$1,539.45	\$2,281.95	(\$742.50)		\$32.67	2.1%	0.7%
Total International Emerging			\$13,983.00	\$17,034.56	(\$3,051.56)		\$289.46	2.1%	6.2%
Equity Securities - Other Equity									
NXP SEMICONDUCTORS N V COM STK (NXPI)	\$15.370	105.00	\$1,613.85	\$3,038.88	(\$1,425.03)				0.7%
Total Other Equity			\$1,613.85	\$3,038.88	(\$1,425.03)				0.7%
Total Equity Securities			\$224,401.12	\$254,643.37	(\$30,242.25)	\$588.86	\$6,085.19	2.7%	100.0%

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Account Statement

December 1, 2011 - December 31, 2011

Account Number 23-01339
ELLIOTT, R & N FDN - THEMATIC
37-1557038

Portfolio Details

Equity Securities - Large Cap									
	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
ABBOTT LABORATORIES, COMMON STOCK, NO PAR (ABT)	\$56.230	55.00	\$3,092.65	\$2,945.96	\$146.69		\$105.60	3.4%	1.4%
AIR PRODUCTS AND CHEMICALS, INC., COMMON STOCK, \$1 PAR (APD)	85.190	25.00	2,129.75	2,272.88	(143.13)	14.50	58.00	2.7%	1.0%
ALEXION PHARMACEUTICALS INC COM (ALXN)	71.500	40.00	2,860.00	1,997.10	862.90				1.3%
ALLERGAN INC COM STOCK (AGN)	87.740	20.00	1,754.80	1,587.34	167.46		4.00	0.2%	0.8%
AMAZON COM INC COM (AMZN)	173.100	35.00	6,058.50	7,137.38	(1,078.88)				2.8%
AMERICAN EXPRESS CO., COMMON STOCK, \$.60PAR (AXP)	47.170	95.00	4,481.15	4,719.12	(237.97)		68.40	1.5%	2.1%
AMERICAN TOWER CORP CL A (AMT)	60.010	45.00	2,700.45	2,384.77	315.68		15.75	0.6%	1.2%
APACHE CORP., COMMON STOCK, \$1.25 PAR (APA)	90.580	30.00	2,717.40	3,725.85	(1,008.45)		18.00	0.7%	1.2%
APPLE INC COM STK (AAPL)	405.000	33.00	13,365.00	11,311.91	2,053.09				6.1%
BIOGEN IDEC INC COM STK (BIIB)	110.050	23.00	2,531.15	2,325.82	205.33				1.2%
BOEING CO COM (BA)	73.350	35.00	2,567.25	2,768.67	(201.42)		61.60	2.4%	1.2%
CELGENE CORP COM (CELG)	67.600	50.00	3,380.00	2,999.75	380.25				1.5%
CITRIX SYS INC COMMON STOCK (CTXS)	60.720	59.00	3,582.48	4,958.66	(1,376.18)				1.6%
COACH INC COM (COH)	61.040	45.00	2,746.80	2,702.47	44.33	10.12	40.50	1.5%	1.3%

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December 1, 2011 - December 31, 2011

Account Number 23-0133
ELLIOTT, R & N FDN - THEMATIC

Portfolio Details (continued)

37-1557038

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL ACL A (CTSH)	64.310	67.00	4,308.77	5,150.41	(841.64)				2.0%
COSTCO WHOLESALE CORP NEW COM (COST)	83.320	30.00	2,499.60	2,482.35	17.25		28.80	1.2%	1.1%
COVIDIEN PLC USD0.20(PST CONSOLIDATION) (COV)	45.010	45.00	2,025.45	2,513.48	(488.03)		40.50	2.0%	0.9%
CUMMINS INC (CMI)	88.020	40.00	3,520.80	4,430.60	(909.80)		64.00	1.8%	1.6%
DANAHER CORP. COMMON STOCK \$01 PAR (DHR)	47.040	90.00	4,233.60	4,859.55	(625.95)	2.25	9.00	0.2%	1.9%
DEERE & CO., COMMON STOCK, \$1 PAR (DE)	77.350	50.00	3,867.50	4,413.75	(546.25)	20.50	82.00	2.1%	1.8%
DIRECTV COM CL A COM CL A (DTV)	42.760	50.00	2,138.00	2,384.57	(246.57)				1.0%
DU PONT E I DE NEMOURS & CO COM STK (DD)	45.780	55.00	2,517.90	2,264.84	253.06		90.20	3.6%	1.2%
EMC CORP COM (EMC)	21.540	165.00	3,554.10	4,577.92	(1,023.82)				1.6%
ESTEE LAUDER COMPANIES INC CL A USD0.01 (EL)	112.320	20.00	2,246.40	1,858.67	387.73		21.00	0.9%	1.0%
EXXON MOBIL CORP COM (XOM)	84.760	45.00	3,814.20	3,644.33	169.87		84.60	2.2%	1.7%
FREEMONT-MCMORAN COPPER & GOLD INC (FCX)	36.790	35.00	1,287.65	1,704.32	(416.67)		35.00	2.7%	0.6%
GOOGLE INC CL A CL A (GOOG)	645.900	13.00	8,396.70	6,971.87	1,424.83				3.8%
GRAINGER, W. W., INC., COMMON STOCK, \$1 PAR (GWW)	187.190	10.00	1,871.90	1,735.26	136.64		26.40	1.4%	0.9%
HALLIBURTON CO COM (HAL)	34.510	35.00	1,207.85	1,617.52	(409.67)		12.60	1.0%	0.6%

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Account Statement

December 1, 2011 - December 31, 2011

Account Number 23-01339
ELLIOTT, R & N FDN - THEMATIC

37-1557038

Portfolio Details (continued)

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
INTERNATIONAL BUSINESS MACHS CORP COM (IBM)	183.880	24.00	4,413.12	4,086.84	326.28		72.00	1.6%	2.0%
INTUITIVE SURGICAL INC COM NEW STK (ISRG)	463.010	10.00	4,630.10	3,560.55	1,069.55				2.1%
JOHNSON CONTROLS INC. COMMON STOCK \$2.50 PAR (JCI)	31.260	145.00	4,532.70	5,596.27	(1,063.57)	26.10	104.40	2.3%	2.1%
MASTERCARD INC CL A (MA)	372.820	6.00	2,236.92	2,068.55	168.37		3.60	0.2%	1.0%
MC DONALDS CORP. COMMON STOCK. NO PAR (MCD)	100.330	35.00	3,511.55	2,828.17	683.38		98.00	2.8%	1.6%
MONSANTO CO NEW COM (MON)	70.070	40.00	2,802.80	2,556.20	246.60		48.00	1.7%	1.3%
NATIONAL OILWELL VARCO COM STK (NOV)	67.990	70.00	4,759.30	4,794.65	(35.35)		33.60	0.7%	2.2%
NIKE INC CL B CL B (NKE)	96.370	34.00	3,276.58	2,933.01	343.57	12.24	48.96	1.5%	1.5%
ORACLE CORPORATION COM (ORCL)	25.650	65.00	1,667.25	2,178.06	(510.81)		13.00	0.8%	0.8%
PEPSICO INC COM (PEP)	66.350	59.00	3,914.65	4,078.22	(163.57)	30.38	121.54	3.1%	1.8%
PRECISION CASTPARTS CORP COM (PCP)	164.790	20.00	3,295.80	3,128.12	167.68	0.60	2.40	0.1%	1.5%
PRICELINE COM INC COM NEW STK (PCLN)	467.710	7.00	3,273.97	3,616.01	(342.04)				1.5%
QUALCOMM INC COM (QCOM)	54.700	110.00	6,017.00	6,301.35	(284.35)		94.60	1.6%	2.8%
SALESFORCE COM INC COM STK (CRM)	101.460	24.00	2,435.04	3,092.97	(657.93)				1.1%
SCHLUMBERGER LTD COM COM (SLB)	68.310	85.00	5,806.35	7,042.67	(1,236.32)	21.25	85.00	1.5%	2.7%
STARBUCKS CORP COM (SBUX)	46.010	95.00	4,370.95	3,444.22	926.73		64.60	1.5%	2.0%

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Account Statement

December 1, 2011 - December 31, 2011

Account Number 23-0133
ELLIOTT, R & N FDN - THEMATIC

Portfolio Details (continued)

37-1557638

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
UNITED TECHNOLOGIES CORP COM (UTX)	73.090	40.00	2,923.60	3,559.80	(636.20)		76.80	2.6%	1.3%
WALT DISNEY CO (DIS)	37.500	95.00	3,562.50	3,951.52	(389.02)	57.00	57.00	1.6%	1.6%
WHOLE FOODS MKT INC COM (WFM)	69.580	50.00	3,479.00	3,125.75	353.25		5.00	0.1%	1.6%
Total Large Cap			\$172,366.98	\$176,390.05	(\$4,023.07)	\$194.94	\$1,794.45	1.0%	78.9%
Equity Securities - Mid Cap									
AUTODESK INC., COMMON STOCK (ADSK)	\$30.330	55.00	\$1,668.15	\$2,510.47	(\$842.32)				0.8%
CERNER CORP COM (CERN)	61.250	50.00	3,062.50	2,994.38	68.12				1.4%
DECKERS OUTDOOR CORP COM (DECK)	75.570	21.00	1,586.97	1,773.25	(186.28)				0.7%
DICKS SPORTING GOODS INC OC-COM (DKS)	36.880	70.00	2,581.60	2,905.55	(323.95)		35.00	1.4%	1.2%
DOLLAR TREE INC COM STK (DLTR)	83.110	30.00	2,493.30	2,346.79	146.51				1.1%
F5 NETWORKS INC COM STK (FFIV)	106.120	15.00	1,591.80	1,589.32	2.48				0.7%
GREEN MTN COFFEE ROASTERS (GMCR)	44.850	19.00	852.15	1,438.20	(586.05)				0.4%
INFORMATICA CORP COM (INFA)	36.930	30.00	1,107.90	1,316.52	(208.62)				0.5%
INTERCONTINENTAL EXCHANGE INC COM (ICE)	120.550	20.00	2,411.00	2,372.90	38.10				1.1%
KANSAS CITY SOUTHN (KSU)	68.010	66.00	4,488.66	3,603.93	884.73		21.12	0.5%	2.1%
PERRIGO CO COM (PRGO)	97.300	15.00	1,459.50	1,361.00	98.50		4.80	0.3%	0.7%
RED HAT INC COM (RHAT)	41.290	50.00	2,064.50	2,354.75	(290.25)				0.9%
STERICYCLE INC COM (SRCL)	77.920	30.00	2,337.60	2,488.28	(150.68)				1.1%

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Account Statement

December 1, 2011 - December 31, 2011

Account Number 23-01335
ELLIOTT, R & N FDN - THEMATIC

Portfolio Details (continued)

37-1557038

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
TERADATA CORP DEL COM STK (TDC)	48.510	45.00	2,182.95	2,410.02	(227.07)				1.0%
TIFFANY & CO COMMON STOCK (TIF)	66.260	60.00	3,975.60	4,127.87	(152.27)	17.40	69.60	1.8%	1.8%
TRIMBLE NAV LTD COM (TRMB)	43.400	65.00	2,821.00	2,622.99	198.01				1.3%
Total Mid Cap			\$36,685.18	\$38,216.22	(\$1,531.04)	\$17.40	\$130.52	0.4%	16.8%
Equity Securities - Small Cap									
ACME PACKET INC COM STOCK (APKT)	\$30.910	40.00	\$1,236.40	\$2,900.36	(\$1,663.96)				0.6%
POLYPORE INTL INC COM (PPO)	43.990	41.00	1,803.59	2,653.87	(850.28)				0.8%
Total Small Cap			\$3,039.99	\$5,554.23	(\$2,514.24)				1.4%
Equity Securities - International Developed									
BHP BILLITON LTD SPONSORED ADR (BHP)	\$70.630	20.00	\$1,412.60	\$1,857.70	(\$445.10)		\$32.80	2.3%	0.6%
Total Australia - USD			\$1,412.60	\$1,857.70	(\$445.10)		\$32.80	2.3%	0.6%
LULULEMON ATHLETICA INC COM (LULU)	46.660	50.00	2,333.00	2,302.44	30.56				1.1%
Total Canada - USD			\$2,333.00	\$2,302.44	\$30.56		\$0.00	0.0%	1.1%
ARM HDS PLC SPONSORED ISIN US0420681068 (ARMH)	27.670	90.00	2,490.30	2,555.42	(65.12)		11.70	0.5%	1.1%
Total United Kingdom - USD			\$2,490.30	\$2,555.42	(\$65.12)		\$11.70	0.5%	1.1%
Total International Developed			\$6,235.90	\$6,715.56	(\$479.66)		\$44.50	0.7%	2.9%
Total Equity Securities			\$218,328.05	\$226,876.06	(\$8,548.01)	\$212.34	\$1,969.47	0.9%	100.0%

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Account Statement

December 1, 2011 - December 31, 2011

Account Number 23-80364
ELLIOTT, R & N FDN

37-1557038

Portfolio Details

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
Equity Securities - Large Cap									
MFB NORTHERN FUNDS INCOME EQUITY FD (NOIE)	\$12.150	6,112.47	\$74,266.51	\$75,000.00	(\$733.49)		\$1,607.58	2.2%	12.0%
MFB NORTHERN FUNDS MULTI MANAGER LARGE CAP FD (NMMMLX)	8.700	10,122.60	88,066.62	62,663.99	25,402.63		455.52	0.5%	14.2%
MFB NORTHERN FUNDS STK INDEX FD (NOSIX)	15.580	5,295.90	82,510.12	58,257.58	24,252.54		1,466.96	1.8%	13.3%
Total Large Cap			\$244,843.25	\$195,921.57	\$48,921.68		\$3,530.06	1.4%	39.5%
Equity Securities - Mid Cap									
MFB NORTHERN MULTI-MANAGER MID CAP FUND (NMMCX)	\$10.920	4,044.59	\$44,166.92	\$33,896.92	\$10,270.00		\$60.67	0.1%	7.1%
MFC ISHARES TR S&P MIDCAP 400 INDEX FD (IJI)	87.610	499.00	43,717.39	32,586.30	11,131.09		556.39	1.3%	7.1%
Total Mid Cap			\$87,884.31	\$66,483.22	\$21,401.09		\$617.05	0.7%	14.2%
Equity Securities - Small Cap									
MFB NORTHERN MULTI-MANAGER SMALL CAP FUND (NMMSX)	\$8.760	3,198.82	\$28,021.66	\$25,272.59	\$2,749.07				4.5%
MFC ISHARES TR S&P SMALLCAP 600 INDEX FD (IJS)	68.280	425.00	29,019.00	22,512.42	6,506.58		297.50	1.0%	4.7%
Total Small Cap			\$57,040.66	\$47,785.01	\$9,255.65		\$297.50	0.5%	9.2%

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Account Statement

December 1, 2011 - December 31, 2011

Account Number 23-803
ELLIOTT, R & N FDN

Portfolio Details (continued)

37 - 1557038

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Asset
Equity Securities - International Developed									
MFB NORTHERN INTL EQUITY INDEX FD (NOINX)	\$8.930	2,368.11	\$21,147.22	\$20,069.87	\$1,077.35		\$618.08	2.9%	3.4%
MFB NORTHERN MULTI-MANAGER INTL EQUITY FUND (NMIEIX)	8.270	2,818.07	23,305.43	21,594.62	1,710.81		448.07	1.9%	3.8%
Total International Region - USD			\$44,452.65	\$41,664.49	\$2,788.16		\$1,066.15	2.4%	7.2%
Total International Developed			\$44,452.65	\$41,664.49	\$2,788.16		\$1,066.15	2.4%	7.2%
Equity Securities - International Emerging									
MFB NORTHERN FDS MULTI-MANAGER EMERGING MKTS EQUITY FD (NMMEX)	\$16.210	5,828.72	\$94,483.55	\$107,539.40	(\$13,055.85)		\$1,212.37	1.3%	15.3%
MFB NORTHERN FUNDS EMERGING MKTS EQUITY INDEX FUND (NOEMX)	10.220	8,885.91	90,814.00	91,555.12	(741.12)		1,368.43	1.5%	14.7%
Total Emerging Markets Region - USD			\$185,297.55	\$199,094.52	(\$13,796.97)		\$2,580.80	1.4%	29.9%
Total International Emerging			\$185,297.55	\$199,094.52	(\$13,796.97)		\$2,580.80	1.4%	29.9%
Total Equity Securities			\$619,518.42	\$550,948.81	\$68,569.61		\$8,091.57	1.3%	100.0%

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Account Statement

December 1, 2011 - December 31, 2011

Account Number 23-80364
ELLIOTT, R & N FDN

37-1557038.

Portfolio Details (continued)

	Market Price	Par Value/ Rating	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield/ YTM	% of Assets
Fixed Income Securities - Corporate/ Government									
2012									
DISNEY WALT CO GCB WALT DISNEY COMP D12/04/07 0.010% JD12 4.7% DUE 12-01-2012 BEO	\$103.772	10,000.00 A2	\$10,377.23	\$10,355.80	\$21.43	\$39.16	\$470.00	4.5% 0.6%	1.0%
GENERAL ELEC CAP CORP MEDIUM TERM NTS BOOK ENTRY TRANCHE # TR 00551 6.0% DUE 06-15-2012 (MTN1)	102.248	10,000.00 Aa2	10,224.80	10,416.00	(191.20)	26.66	600.00	5.9% 1.1%	0.9%
LOWES COS INC 5.6% DUE 09-15-2012 BEO	103.266	10,000.00 A3	10,326.57	10,960.20	(633.63)	164.88	560.00	5.4% 1.0%	1.0%
PEPSICO INC NT 5.15% DUE 05-15-2012 (MTN1)	101.687	25,000.00 Aa3	25,421.85	26,205.90	(784.05)	164.51	1,287.50	5.1% 0.7%	2.3%
PRAXAIR INC 1.75% DUE 11-15-2012 REG	100.853	25,000.00 A2	25,213.22	25,277.75	(64.53)	55.90	437.50	1.7% 0.8%	2.3%
WELLS FARGO FINL INC 5.5% DUE 08-01-2012 BEO	102.579	10,000.00 A2	10,257.87	10,280.20	(22.33)	229.16	550.00	5.4% 1.1%	0.9%
2013									
BERKSHIRE HATHAWAY INC DEL 2.125% DUE 02-11-2013 REG	101.695	15,000.00 Aa2	15,254.17	15,168.00	86.17	123.95	318.75	2.1% 0.6%	1.4%
GENERAL ELEC CAP CORP MEDIUM TERM NTS BOOK ENTRY TRANCHE # TR 00831 DTD 09/16/2010 1.875% DUE 09-16-2013 (GE)	101.232	25,000.00 Aa2	25,307.92	25,216.50	91.42	136.71	468.75	1.9% 1.1%	2.3%
HEWLETT PACKARD CO 1.25% DUE 09-13-2013 REG	98.723	25,000.00 A2	24,680.75	25,197.50	(516.75)	93.75	312.50	1.3% 2.0%	2.3%
KIMBERLY CLARK CORP 5.0% DUE 08-15-2013/08-14-2013 BEO	106.685	10,000.00 A2	10,668.54	10,566.90	101.64	188.88	500.00	4.7% 0.9%	1.0%

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Account Statement

December 1, 2011 - December 31, 2011

Account Number 23-8036
ELLIOTT, R & N FDN

Portfolio Details (continued)

37-1557038

	Market Price	Par Value/ Rating	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield/ YTM	% of Assets
PHILIP MORRIS INTL INC 4.875% DUE 05-16-2013 BEO	105.526	25,000.00 A2	26,381.37	26,773.50	(392.13)	152.34	1,218.75	4.6% 0.8%	2.4%
ROYAL BK CDA GLOBAL MEDIUM TERM SR BK NT2.1% DUE 07-29-2013 REG	101.519	25,000.00 Aa1	25,379.62	25,560.50	(180.88)	221.66	525.00	2.1% 1.1%	2.3%
WALGREEN CO 4.875% DUE 08-01-2013 BEO	106.689	10,000.00 A2	10,668.93	10,680.00	(11.07)	203.12	487.50	4.6% 0.6%	1.0%
WMC FINANCE USA 5.125% DUE 05-15-2013/05-14-2013 REG	105.698	10,000.00 A2	10,569.78	10,849.80	(280.02)	65.48	512.50	4.8% 0.9%	1.0%
2014									
NOVARTIS CAP CORP GTD NT 4.125% DUE 02-10-2014/02-10-2009 (MTN1)	106.992	25,000.00 Aa2	26,748.07	26,475.40	272.67	403.90	1,031.25	3.9% 0.8%	2.5%
SCHWAB CHARLES CORP NEW SR NT 4.95% DUE 06-01-2014 REG	108.375	10,000.00 A2	10,837.45	10,752.00	85.45	41.25	495.00	4.6% 1.4%	1.0%
2015									
WAL-MART STORES INC 4.5% DUE 07-01-2015 BEO	111.988	10,000.00 Aa2	11,198.78	10,660.70	538.08	225.00	450.00	4.0% 1.0%	1.0%
Funds									
MFB NORTHERN FUNDS BD INDEX FD (NOBOX)	10.910	7,493.46	81,753.64	76,207.07	5,546.57		2,450.36	3.0%	7.5%
MFB NORTHERN FUNDS FIXED INCOME FD (NOFIX)	10.430	7,954.81	82,968.66	78,460.31	4,508.35		2,227.35	2.7%	7.6%
MFB NORTHERN FUNDS MULTI MANAGER HIGH YIELD OPPORTUNITY FUND (NMFHYX)	9.940	15,120.85	150,301.24	159,408.55	(9,107.31)		10,493.87	7.0%	13.8%
MFB NORTHERN HIGH YIELD FIXED INCOME FUND (NHFIX)	7.040	22,560.76	158,827.75	155,000.00	3,827.75		11,889.52	7.5%	14.6%

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Account Statement

December 1, 2011 - December 31, 2011

Account Number 23-80364
ELLIOTT, R & N FDN

37-1557038

Portfolio Details (continued)

	Market Price	Par Value/ Rating	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield/ YTM	% of Assets
MFB NORTHERN SHORT INTERMEDIATE US GOVT. GOVT.0 (NSIUX)	10.140	7,841.22	79,509.97	82,388.14	(2,878.17)		188.19	0.2%	7.3%
MFC ISHARES TR BARCLAYS TIPS 8D FD (TIP)	116.690	300.00	35,007.00	29,805.86	5,201.14		1,435.20	4.1%	3.2%
Total Corporate/ Government			\$877,885.18	\$872,666.58	\$5,218.60	\$2,536.31	\$38,909.49	4.4%	80.8%
Fixed Income Securities - Municipal Issues									
Funds									
MFB NORTHERN FDS SHORT INTER TAX EXEMPT FD (NSITX)	\$10.680	5,738.37	\$61,285.79	\$60,020.98	\$1,264.81		\$809.11	1.3%	5.6%
Total Municipal Issues			\$61,285.79	\$60,020.98	\$1,264.81		\$809.11	1.3%	5.6%
Fixed Income Securities - International Developed									
2012									
BHP BILLITON FIN USA LTD 5.125% DUE 03-29-2012 BEO	\$101.103	10,000.00 A1	\$10,110.27	\$10,706.40	(\$596.13)	\$130.97	\$512.50	5.1% 0.6%	0.9%
Total Australia - USD			\$10,110.27	\$10,706.40	(\$596.13)	\$130.97	\$512.50	5.1%	0.9%
2013									
TOYOTA MTR CR CORP MEDIUM TERM NTS BOOK TRANCHE # TR 00320 1.375% DUE 08-12-2013 (MTN1)	100.930	25,000.00 Aa3	25,232.42	25,137.25	95.17	132.72	343.75	1.4% 0.8%	2.3%
Total Japan - USD			\$25,232.42	\$25,137.25	\$95.17	\$132.72	\$343.75	1.4%	2.3%
2012									
BP CAP MKTS P L C GTD NT 3.125% DUE 03-10-2012 REG	100.459	10,000.00 A2	10,045.87	10,263.00	(217.13)	96.35	312.50	3.1% 0.8%	0.9%

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Account Statement

December 1, 2011 - December 31, 2011

Account Number 23-8030
ELLIOTT, R & N FDN
37-1557038

Portfolio Details (continued)

	Market Price	Par Value/ Rating	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield/ YTM	% of Asset
2013									
DEUTSCHE BK AG GLOBAL MEDIUM TERM NTS BOOK ENTRY 4.875% DUE 05-20-2013 REG	102.220	25,000.00 Aa3	25,555.10	26,865.90	(1,310.80)	138.80	1,218.75	4.8%	2.4%
GLAXOSMITHKLINE CAP INC 4.85% DUE 05-15-2013/05-13-2008 BE0	105.833	25,000.00 A1	26,458.17	26,679.25	(221.08)	154.93	1,212.50	4.6%	2.4%
ROYAL BK SCOTLAND PLC 3.4% DUE 08-23-2013 REG	97.286	25,000.00 A2	24,321.55	25,822.00	(1,500.45)	302.22	850.00	3.5%	2.2%
Total United Kingdom - USD			\$86,380.69	\$89,630.15	(\$3,249.46)	\$692.30	\$3,593.75	4.2%	8.0%
Total International Developed			\$121,723.38	\$125,473.80	(\$3,750.42)	\$955.99	\$4,450.00	3.7%	11.2%
Fixed Income Securities - Other Bonds									
Funds									
MFC FLEXSHARES TR IBOX 5 YR TARGET DURATION TIPS INDEX FD IBOX 5 YR TARGET DURATION TIPS INDEX FDN (ITDIF)	\$25.300	1,000.00	\$25,300.00	\$25,368.40	(\$68.40)	\$9.69	\$205.00	0.8%	2.3%
Total Other Bonds			\$25,300.00	\$25,368.40	(\$68.40)	\$9.69	\$205.00	0.8%	2.3%
Total Fixed Income Securities			\$1,086,194.35	\$1,083,529.76	\$2,664.59	\$3,501.99	\$44,373.60	4.1%	100.0%
Real Estate - Real Estate Funds									
MFB NORTHERN FDS MULTI-MANAGER GLOBAL REAL ESTATE FD (NMMGX)	\$15.350	4,962.39	\$76,172.68	\$75,763.36	\$409.32		\$1,017.29	1.3%	100.0%

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Account Statement

December 1, 2011 - December 31, 2011

Account Number 23-80364
ELLIOTT, R & N FDN

37-1557038

Portfolio Details (continued)

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
Total Global Region - USD			\$76,172.68	\$75,763.36	\$409.32		\$1,017.29	1.3%	100.0%
Total Real Estate Funds			\$76,172.68	\$75,763.36	\$409.32		\$1,017.29	1.3%	100.0%
Total Real Estate			\$76,172.68	\$75,763.36	\$409.32		\$1,017.29	1.3%	100.0%
Commodities - Commodities									
MFC FLEXSHARES TR MORNINGSTAR GLOBAL UPSTREAM NAT RES INDEX FD (GUNR)	\$33.000	1,300.00	\$42,900.00	\$46,241.00	(\$3,341.00)	\$114.88			20.7%
MFC SPDR GOLD TR GOLD SHS (GLD)	151.990	825.00	125,391.75	95,961.15	29,430.60				60.5%
Total Global Region - USD			\$168,291.75	\$142,202.15	\$26,089.60	\$114.88	\$0.00	0.0%	81.3%
Funds									
MFO PIMCO FDS PAC INVT MGMT SER COMMODITY REALRETURN STRATEGY FD INSTL (PCRIX)	6.540	5,935.90	38,820.78	46,177.98	(7,357.20)		11,824.31	30.5%	18.7%
Total Commodities			\$207,112.53	\$188,380.13	\$18,732.40	\$114.88	\$11,824.31	5.7%	100.0%
Total Commodities			\$207,112.53	\$188,380.13	\$18,732.40	\$114.88	\$11,824.31	5.7%	100.0%

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Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	R. HUGH ELLIOTT FAMILY FOUNDATION	☒ 37-1557038
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	1882 POND RUN ROAD	☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	AUBURN HILLS, MI 48326-2768	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

R. HUGH ELLIOTT

- The books are in the care of ► **1882 POND RUN - AUBURN HILLS, MI 48326**

Telephone No. ► **(248) 475-5786**

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year **2011** or
- ☐ tax year beginning _____, and ending _____

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	5,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	6,488.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2012)