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

OMB No 1545-0052

2011

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation MPS FOUNDATION		A Employer identification number 38-3421778
Number and street (or P.O. box number if mail is not delivered to street address) C/O 39533 WOODWARD AVENUE	Room/suite 200	B Telephone number (248) 642-3700
City or town, state, and ZIP code BLOOMFIELD HILLS, MI 48304		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,604,352.	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					
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		108.	108.		STATEMENT 1
4 Dividends and interest from securities		63,129.	63,129.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-59,041.			
b Gross sales price for all assets on line 6a 2,402,109.					
7 Capital gain net income (from Part IV, line 2)			0.		
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		4,196.	63,237.	0.	
13 Compensation of officers, directors, trustees, etc.		0.	0.	0.	0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees		2,170.	2,170.	0.	0.
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes		1,438.	0.	0.	0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		163.	163.	0.	0.
24 Total operating and administrative expenses. Add lines 13 through 23		3,771.	2,333.	0.	0.
25 Contributions, gifts, grants paid		110,000.			110,000.
26 Total expenses and disbursements. Add lines 24 and 25		113,771.	2,333.	0.	110,000.
27 Subtract line 26 from line 12		-109,575.			
a Excess of revenue over expenses and disbursements			60,904.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				0.	

123501 12-02-11 LHA For Paperwork Reduction Act Notice, see instructions.

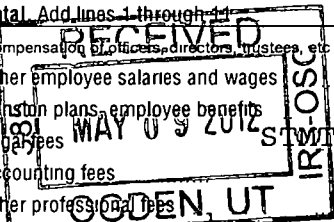
Form **990-PF** (2011)

09550316 759726 2391000

2011.03010 MPS FOUNDATION

23910002

SCANNED MAY 21 2012



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Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	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			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 6	2,709,561.	2,602,886.	2,604,352.
Liabilities	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	2,709,561.	2,602,886.	2,604,352.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	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.	
Foundations that follow SFAS 117, check here ▶ ☐	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	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	2,709,561.	2,602,886.	
Net Assets or Fund Balances	30 Total net assets or fund balances	2,709,561.	2,602,886.	
	31 Total liabilities and net assets/fund balances	2,709,561.	2,602,886.	

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	2,709,561.
2 Enter amount from Part I, line 27a	2	-109,575.
3 Other increases not included in line 2 (itemize) ▶ YEAR END TIMING ADJUSTMENT	3	2,900.
4 Add lines 1, 2, and 3	4	2,602,886.
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	2,602,886.

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	MERRILL LYNCH #676-04H04	P		
b	MERRILL LYNCH #676-04H04	P		
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 929,950.		981,644.	-51,694.
b 1,472,159.		1,479,506.	-7,347.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			-51,694.
b			-7,347.
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-59,041.
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	109,000.	2,561,710.	.042550
2009	124,542.	2,249,847.	.055356
2008	154,277.	2,732,809.	.056454
2007	164,000.	3,330,955.	.049235
2006	149,855.	3,074,796.	.048737

2 Total of line 1, column (d)	2	.252332
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	.050466
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,745,295.
5 Multiply line 4 by line 3	5	138,544.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	609.
7 Add lines 5 and 6	7	139,153.
8 Enter qualifying distributions from Part XII, line 4	8	110,000.

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)		1	1,218.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		3	1,218.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	1,218.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 800.	7	800.
b Exempt foreign organizations - tax withheld at source	6b	8	
c Tax paid with application for extension of time to file (Form 8868)	6c	9	418.
d Backup withholding erroneously withheld	6d	10	
7 Total credits and payments. Add lines 6a through 6d		11	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ Refunded ☐			

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
1b 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
1c 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?	13	X	

Website address **▶ N/A**

14 The books are in care of **▶ DAWDA, MANN, MULCAHY & SADLER, PLC** Telephone no **▶ 248-642-3700**
 Located at **▶ 39533 WOODWARD AVE #200, BLOOMFIELD HILLS, MI** ZIP+4 **▶ 48304**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here **▶** ☐
 and enter the amount of tax-exempt interest received or accrued during the year **▶ 15** **N/A**

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

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

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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
JOANNE N. ARBAUGH P.O. BOX 465 HARBOR SPRINGS, MI 49740	PRES., SEC., & TREAS.	0.00	0.	0.
STEVEN L. ARBAUGH 2744 QUICK ROAD HARBOR SPRINGS, MI 49740	VICE PRES.	0.00	0.	0.
FLORA OTTIMER ARBAUGH 2744 QUICK ROAD HARBOR SPRINGS, MI 49740	DIRECTOR	0.00	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	2,728,978.
b	Average of monthly cash balances	1b	58,124.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,787,102.
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	2,787,102.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	41,807.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,745,295.
6	Minimum investment return. Enter 5% of line 5	6	137,265.

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	137,265.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,218.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,218.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	136,047.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	136,047.
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	136,047.

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	110,000.
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	110,000.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	110,000.

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				136,047.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				314.
c From 2008				19,083.
d From 2009				13,066.
e From 2010				
f Total of lines 3a through e	32,463.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 110,000.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				110,000.
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).)	26,047.			26,047.
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	6,416.			
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				0.
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	6,416.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				6,416.
d Excess from 2010				
e Excess from 2011				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ALLEN BASS FUND 979 SPRUCE STREET WINNETKA, IL 60093		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	8,000.
CORKSREW SWAMP SANCTUARY 375 SANCTUARY ROAD NAPLES, FL 34102		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	7,000.
ENVIRONMENTAL SCIENCE EDUCATION CENTER 319 LINCOLN PLACE PETOSKEY, MI 49770		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	10,000.
FRESHWATER FUTURE PO BOX 2479 PETOSKEY, MI 49770		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	500.
HARBOR INC. PO BOX 37 HARBOR SPRINGS, MI 49740		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	2,000.
Total	SEE CONTINUATION SHEET(S)			110,000.
b Approved for future payment				
NONE				
Total				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income	
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue							
a _____							
b _____							
c _____							
d _____							
e _____							
f _____							
g Fees and contracts from government agencies							
2 Membership dues and assessments							
3 Interest on savings and temporary cash investments				14	108.		
4 Dividends and interest from securities				14	63,129.		
5 Net rental income or (loss) from real estate							
a Debt-financed property							
b Not debt-financed property							
6 Net rental income or (loss) from personal property							
7 Other investment income							
8 Gain or (loss) from sales of assets other than inventory				14	-59,041.		
9 Net income or (loss) from special events							
10 Gross profit or (loss) from sales of inventory							
11 Other revenue							
a _____							
b _____							
c _____							
d _____							
e _____							
12 Subtotal Add columns (b), (d), and (e)			0.		4,196.	0.	
13 Total Add line 12, columns (b), (d), and (e)						13 4,196.	

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
HARBOR SPRINGS HISTORICAL SOCIETY PO BOX 812 HARBOR SPRINGS, MI 49740		PUBLIC CHA	GENERAL OPERATING SUPPORT	1,000.
HARBOR SPRINGS STRIVE FUND PO BOX 624 HARBOR SPRINGS, MI 49740		PUBLIC CHA	GENERAL OPERATING SUPPORT	500.
LAKE SUPERIOR CONSERVANCY & WATERSHED COUNCIL 319 LINCOLN PLACE PETOSKEY, MI 49770		PUBLIC CHA	GENERAL OPERATING SUPPORT	10,000.
LITTLE TRAVERSE BAY HUMANE SOCIETY 1300 W CONWAY ROAD HARBOR SPRINGS, MI 49740		PUBLIC CHA	GENERAL OPERATING SUPPORT	5,000.
LITTLE TRAVERSE CONSERVANCY 3264 POWELL ROAD PETOSKEY, MI 49770		PUBLIC CHA	GENERAL OPERATING SUPPORT	5,000.
MI AUDUBON SOCIETY 6011 W ST JOE HWY SUITE 403 LANSING, MI 48917		PUBLIC CHA	GENERAL OPERATING SUPPORT	100.
MICHIGAN ENVIRONMENTAL COUNCIL 119 PERE MARQUETTE DR., SUITE 2A LANSING, MI 49812		PUBLIC CHA	GENERAL OPERATING SUPPORT	2,000.
MICHIGAN LAND USE 205 BENZIE BLVD BOX 500 BEULAH, MI 49617		PUBLIC CHA	GENERAL OPERATING SUPPORT	500.
NATIONAL WILDLIFE FEDERATION 1100 WILDLIFE CENTER DRIVE RESTON, VA 20190		PUBLIC CHA	GENERAL OPERATING SUPPORT	25,000.
NO CENTRAL MI COLLEGE FOUNDATION 1515 HOWARD STREET PETOSKEY, MI 49770		PUBLIC CHA	GENERAL OPERATING SUPPORT	5,000.
Total from continuation sheets				82,500.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
NORTHERN MI HOSPITAL FOUNDATION 360 CONNABLE AVE., SUITE 3 PETOSKEY, MI 49770		PUBLIC CHA	GENERAL OPERATING SUPPORT	10,000.
PETOSKEY HARBOR SPRINGS COMM FOUNDATION 616 PETOSKEY STREET PETOSKEY, MI 49770		PUBLIC CHA	GENERAL OPERATING SUPPORT	200.
PLANNED PARENTHOOD OF NORTHERN MI 1003 SPRING STREET PETOSKEY, MI 49770		PUBLIC CHA	GENERAL OPERATING SUPPORT	500.
SCENIC MI 445 E. MITCHELL STREET PETOSKEY, MI 49770		PUBLIC CHA	GENERAL OPERATING SUPPORT	7,000.
TIP OF THE MITT WATERSHED COUNCIL 46 BAY STREET PETOSKEY, MI 49770		PUBLIC CHA	GENERAL OPERATING SUPPORT	3,500.
UNITED FUND OF HARBOR SPRINGS PO BOX 36 HARBOR SPRINGS, MI 49740		PUBLIC CHA	GENERAL OPERATING SUPPORT	200.
UNIVERSITY OF MICHIGAN 500 S STATE STREET SUITE 5000 ANN ARBOR, MI 48109		PUBLIC CHA	GENERAL OPERATING SUPPORT	5,000.
WHITEFISH POINT BIRD OBSERVATORY 16914 N WHITEFISH PT RD PARADISE, MI 49768		PUBLIC CHA	GENERAL OPERATING SUPPORT	1,000.
US INC 445 E. MITCHELL STREET PETOSKEY, MI 49770		PUBLIC CHA	GENERAL OPERATING SUPPORT	1,000.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
MERRILL LYNCH #676-04H04	108.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	108.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH #676-04H04	63,129.	0.	63,129.
TOTAL TO FM 990-PF, PART I, LN 4	63,129.	0.	63,129.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DAWDA, MANN, MULCAHY & SADLER ATTORNEY FEES	2,170.	2,170.	0.	0.
TO FM 990-PF, PG 1, LN 16A	2,170.	2,170.	0.	0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
US TREASURY ESTIMATED TAX PAYMENTS	1,029.	0.	0.	0.
FOREIGN TAXES	409.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	1,438.	0.	0.	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	
MERRILL LYNCH #676-04H04					
ANNUAL FEE	150.	150.	0.	0.	
CERTIFICATE FEE	13.	13.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	163.	163.	0.	0.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	6
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
ML ACCT #676-04H04-SEE ATTACHED	COST	2,602,886.	2,604,352.	
TOTAL TO FORM 990-PF, PART II, LINE 13		2,602,886.	2,604,352.	

FORM 990-PF		GAIN AND LOSS SCHEDULE				STATEMENT 7	
Shares	Asset	Aquired	Sold	Price	Basis	Gain/Loss	
1,139	Blackrock Lg Cap Cor A	8/24/06	2/18/11	\$ 13,485.75	15,023.41	(1,537.66)	
0.436	Blackrock Lg Cap Cor A	8/24/06	2/18/11	5.16	5.75	(0.59)	
1,080	Blackrock Lg Cap Cor A	12/12/06	2/18/11	12,787.20	15,174.00	(2,386.80)	
1,003	Blackrock Lg Cap Cor A	8/16/07	2/18/11	11,875.52	13,981.82	(2,106.30)	
1	Blackrock Lg Cap Cor A	8/17/07	2/18/11	11.84	14.29	(2.45)	
524	Blackrock Lg Cap Cor A	9/20/07	2/18/11	6,204.16	7,351.72	(1,147.56)	
579	Blackrock Lg Cap Cor A	9/20/07	2/18/11	6,855.37	8,123.37	(1,268.00)	
7,143	Columbia Mar 21 Cntry C	8/17/06	2/1/11	93,930.45	87,216.04	6,714.41	
10	Columbia Mar 21 Cntry C	12/14/06	2/1/11	131.50	135.70	(4.20)	
36	Columbia Mar 21 Cntry C	6/21/07	2/1/11	473.39	537.84	(64.45)	
63	Columbia Mar 21 Cntry C	6/21/07	2/1/11	828.45	941.22	(112.77)	
1	Columbia Mar 21 Cntry C	6/22/07	2/1/11	13.15	14.95	(1.80)	
122	Columbia Mar 21 Cntry C	12/13/07	2/1/11	1,604.30	1,952.00	(347.70)	
25	Columbia Mar 21 Cntry C	12/13/07	2/1/11	328.75	400.00	(71.25)	
1	Columbia Mar 21 Cntry C	12/14/07	2/1/11	13.16	15.75	(2.59)	
2,098	Blkrk Cptl Apprc Fd A	8/4/05	2/18/11	51,212.18	37,764.02	13,448.16	
0.525	Blkrk Cptl Apprc Fd A	8/4/05	2/18/11	12.82	9.45	3.37	
1,067	Blackrock Global Small Cap A	8/4/05	2/18/11	25,629.33	26,386.92	(757.59)	
1	Blackrock Global Small Cap A	8/4/05	2/18/11	14.36	14.78	(0.42)	
129	Blackrock Global Small Cap A	8/16/05	2/18/11	3,098.58	3,213.39	(114.81)	
409	Blackrock Global Small Cap A	12/20/05	2/18/11	9,824.18	9,914.16	(89.98)	
527	Blackrock Global Small Cap A	12/20/05	2/18/11	12,658.55	12,774.48	(115.93)	
1,846	Blackrock Global Small Cap A	8/4/05	2/18/11	51,208.04	59,551.99	(8,343.95)	
0.168	Blackrock Basic Value A	8/4/05	2/18/11	4.67	5.42	(0.75)	
3,209	Blkrk Cptl Apprc Fd A	8/4/05	3/1/11	74,994.33	57,762.02	17,232.31	
0.243	Blkrk Cptl Apprc Fd A	8/4/05	3/1/11	5.68	4.37	1.31	
0.141	Blackrock Global Small Cap A	8/4/05	3/1/11	3.30	3.49	(0.19)	
62,000	Blackrock Global Small Cap A	12/20/05	3/1/11	1,453.90	1,502.88	(48.98)	
40	Blackrock Global Small Cap A	8/10/06	3/1/11	937.99	984.39	(46.40)	
176	Blackrock Global Small Cap A	8/10/06	3/1/11	4,127.20	4,331.35	(204.15)	
279	Blackrock Global Small Cap A	9/19/06	3/1/11	6,542.55	6,419.79	122.76	
1,544	Blackrock Global Small Cap A	9/19/06	3/1/11	36,206.80	35,527.44	679.36	
31	Blackrock Global Small Cap A	12/14/06	3/1/11	726.96	785.85	(58.89)	
0.055	Blackrock Global Small Cap A	12/14/06	3/1/11	1.30	1.40	(0.10)	
2,500	Blackrock Basic Value A	8/4/05	3/1/11	67,349.99	80,650.04	(13,300.05)	
0.832	Blackrock Basic Value A	8/4/05	3/1/11	22.41	26.84	(4.43)	
24	Blackrock Basic Value A	8/16/05	3/1/11	646.56	740.64	(94.08)	
75	Blackrock Basic Value A	8/16/05	3/1/11	2,020.50	2,314.50	(294.00)	
184	Blackrock Basic Value A	8/16/05	3/1/11	4,956.97	5,678.24	(721.27)	
0.132	Blackrock Basic Value A	8/16/05	3/1/11	3.56	4.08	(0.52)	
205	Blackrock Internat Val A	8/16/05	4/29/11	4,946.64	5,450.95	(504.31)	
0.866	Blackrock Internat Val A	8/16/05	4/29/11	20.90	23.02	(2.12)	
19	Blackrock Internat Val A	12/19/05	4/29/11	458.47	512.43	(53.96)	
220	Blackrock Internat Val A	12/19/05	4/29/11	5,308.60	5,933.40	(624.80)	
147	Blackrock Internat Val A	6/19/06	4/29/11	3,547.11	4,215.96	(668.85)	
198	Blackrock Internat Val A	9/19/06	4/29/11	4,777.74	5,678.64	(900.90)	

FORM 990-PF		GAIN AND LOSS SCHEDULE			STATEMENT 7	
Shares	Asset	Aquired	Sold	Price	Basis	Gain/Loss
257	Blackrock Internat Val A	9/19/06	4/29/11	6,201.41	7,370.76	(1,169.35)
67	Blackrock Internat Val A	12/14/06	4/29/11	1,616.71	2,050.20	(433.49)
70	Blackrock Internat Val A	12/14/06	4/29/11	1,689.09	2,142.00	(452.91)
1	Blackrock Internat Val A	12/15/06	4/29/11	24.13	30.79	(6.66)
101	Blackrock Internat Val A	8/16/07	4/29/11	2,437.13	3,121.90	(684.77)
106	Blackrock Internat Val A	9/19/07	4/29/11	2,557.78	3,177.88	(620.10)
625	Blackrock Internat Val A	9/19/07	4/29/11	15,081.25	18,737.50	(3,656.25)
157	Blackrock Internat Val A	9/19/07	4/29/11	3,788.41	4,706.86	(918.45)
2	Blackrock Internat Val A	9/20/07	4/29/11	48.25	60.98	(12.73)
50	Blackrock Internat Val A	12/17/07	4/29/11	1,206.50	1,447.50	(241.00)
336	Blackrock Internat Val A	12/17/07	4/29/11	8,107.68	9,727.20	(1,619.52)
1	Blackrock Internat Val A	12/18/07	4/29/11	24.13	28.61	(4.48)
633	Blackrock Internat Val A	8/21/08	4/29/11	15,274.30	14,970.44	303.86
153	Blackrock Internat Val A	8/21/08	4/29/11	3,691.89	3,618.44	73.45
1	Blackrock Internat Val A	8/22/08	4/29/11	24.13	23.69	0.44
104	Blackrock Internat Val A	9/18/08	4/29/11	2,509.52	2,139.28	370.24
170	Blackrock Internat Val A	9/19/08	4/29/11	4,102.10	3,496.90	605.20
1	Blackrock Internat Val A	9/22/08	4/29/11	24.13	21.53	2.60
2	Blackrock Internat Val A	8/27/09	4/29/11	48.26	40.32	7.94
218	Blackrock Internat Val A	12/15/09	4/29/11	5,260.35	4,449.38	810.97
1	Blackrock Internat Val A	12/16/09	4/29/11	24.14	20.47	3.67
298	Blackrock Basic Value A	8/16/05	6/6/11	7,789.71	9,196.28	(1,406.57)
0 868	Blackrock Basic Value A	8/16/05	6/6/11	22.69	26.78	(4.09)
69	Blackrock Basic Value A	12/9/05	6/6/11	1,803.65	2,148.66	(345.01)
74	Blackrock Basic Value A	12/9/05	6/6/11	1,934.36	2,304.36	(370.00)
89	Blackrock Basic Value A	9/19/06	6/6/11	2,326.45	2,765.23	(438.78)
203	Blackrock Basic Value A	9/19/09	6/6/11	5,306.42	6,307.21	(1,000.79)
941	Blackrock Basic Value A	9/19/06	6/6/11	24,597.74	29,236.87	(4,639.13)
46	Blackrock Basic Value A	12/6/06	6/6/11	1,202.44	1,508.34	(305.90)
229	Blackrock Basic Value A	12/6/06	6/6/11	5,986.06	7,508.91	(1,522.85)
89	Blackrock Basic Value A	12/6/06	6/6/11	2,326.46	2,918.31	(591.85)
1	Blackrock Basic Value A	12/7/06	6/6/11	26.13	32.65	(6.52)
1	Blackrock Basic Value A	12/7/06	6/6/11	26.13	32.65	(6.52)
106	Blackrock Basic Value A	6/14/07	6/6/11	2,770.84	3,589.16	(818.32)
576	Blackrock Basic Value A	6/14/07	6/6/11	15,056.64	19,503.36	(4,446.72)
77	Blackrock Basic Value A	6/14/07	6/6/11	2,012.78	2,607.22	(594.44)
1	Blackrock Basic Value A	6/15/07	6/6/11	26.14	34.31	(8.17)
34	Blackrock Basic Value A	9/19/07	6/6/11	888.76	1,133.90	(245.14)
44	Blackrock Basic Value A	9/19/07	6/6/11	1,150.16	1,467.40	(317.24)
4	Blackrock Basic Value A	9/19/07	6/6/11	104.55	133.40	(28.85)
1	Blackrock Basic Value A	9/20/07	6/6/11	26.13	33.25	(7.12)
41	Blackrock Basic Value A	12/7/07	6/6/11	1,071.74	1,255.01	(183.27)
638	Blackrock Basic Value A	12/7/07	6/6/11	16,677.33	19,529.18	(2,851.85)
92	Blackrock Basic Value A	12/7/07	6/6/11	2,404.88	2,816.12	(411.24)
1	Blackrock Basic Value A	12/10/07	6/6/11	26.14	30.80	(4.66)
832	Blackrock Basic Value A	8/21/08	6/6/11	21,748.50	21,731.84	16.66

FORM 990-PF		GAIN AND LOSS SCHEDULE			STATEMENT 7	
Shares	Asset	Acquired	Sold	Price	Basis	Gain/Loss
85	Blackrock Basic Value A	8/21/08	6/6/11	2,221.90	2,220.20	1.70
1	Blackrock Basic Value A	8/22/08	6/6/11	26.13	26.42	(0.29)
1	Blackrock Basic Value A	8/22/08	6/6/11	26.14	26.42	(0.28)
22	Blackrock Basic Value A	9/19/08	6/6/11	575.08	529.98	45.10
247	Blackrock Basic Value A	9/19/08	6/6/11	6,456.59	5,950.23	506.36
118	Blackrock Basic Value A	9/19/08	6/6/11	3,084.52	2,842.62	241.90
1	Blackrock Basic Value A	9/22/08	6/6/11	26.14	24.04	2.10
255	Blackrock Basic Value A	12/5/08	6/6/11	6,665.71	4,138.65	2,527.06
202	Blackrock Basic Value A	8/27/09	6/6/11	5,280.29	4,342.99	937.30
94	Blackrock Basic Value A	8/27/09	6/6/11	2,457.16	2,021.00	436.16
1	Blackrock Basic Value A	8/28/09	6/6/11	26.14	21.46	4.68
247	Blackrock Basic Value A	12/7/09	6/6/11	6,456.60	5,574.79	881.81
698	Blackrock Total Return A	8/4/05	6/6/11	7,845.52	8,180.57	(335.05)
26	Blackrock Total Return A	8/24/05	6/6/11	292.24	306.28	(14.04)
53	Blackrock Total Return A	9/23/05	6/6/11	595.72	621.69	(25.97)
51	Blackrock Total Return A	10/25/05	6/6/11	573.24	591.09	(17.85)
51	Blackrock Total Return A	11/23/05	6/6/11	573.23	590.58	(17.35)
142	Blackrock Total Return A	12/30/05	6/6/11	1,596.08	1,642.94	(46.86)
37	Blackrock Total Return A	1/20/06	6/6/11	415.87	429.57	(13.70)
58	Blackrock Total Return A	2/17/06	6/6/11	651.92	669.32	(17.40)
64	Blackrock Total Return A	3/23/06	6/6/11	719.36	732.80	(13.44)
65	Blackrock Total Return A	4/21/06	6/6/11	730.59	735.80	(5.21)
63	Blackrock Total Return A	5/1/06	6/6/11	708.12	711.27	(3.15)
62	Blackrock Total Return A	6/26/06	6/6/11	696.87	694.40	2.47
64	Blackrock Total Return A	7/21/06	6/6/11	719.36	721.92	(2.56)
1,131	Blackrock Total Return A	8/10/06	6/6/11	12,712.44	12,848.15	(135.71)
63	Blackrock Total Return A	8/22/06	6/6/11	708.12	719.46	(11.34)
63	Blackrock Total Return A	9/21/06	6/6/11	708.12	725.13	(17.01)
86	Blackrock Total Return A	10/31/06	6/6/11	966.64	992.44	(25.80)
67	Blackrock Total Return A	11/30/06	6/6/11	753.08	777.20	(24.12)
1	Blackrock Total Return A	12/1/06	6/6/11	11.23	11.62	(0.39)
65	Blackrock Total Return A	12/29/06	6/6/11	730.60	748.15	(17.55)
64	Blackrock Total Return A	1/31/07	6/6/11	719.36	733.44	(14.08)
1	Blackrock Total Return A	2/1/07	6/6/11	11.23	11.46	(0.23)
60	Blackrock Total Return A	2/28/07	6/6/11	674.40	694.20	(19.80)
64	Blackrock Total Return A	3/30/07	6/6/11	719.36	737.92	(18.56)
1	Blackrock Total Return A	4/2/07	6/6/11	11.24	11.53	(0.29)
62	Blackrock Total Return A	4/30/07	6/6/11	696.88	714.86	(17.98)
63	Blackrock Total Return A	5/31/07	6/6/11	708.12	716.31	(8.19)
67	Blackrock Total Return A	6/29/07	6/6/11	753.08	753.75	(0.67)
1	Blackrock Total Return A	7/2/07	6/6/11	11.23	11.27	(0.04)
71	Blackrock Total Return A	7/31/07	6/6/11	798.04	798.75	(0.71)
1	Blackrock Total Return A	8/1/07	6/6/11	11.24	11.26	(0.02)
1,494	Blackrock Total Return A	8/16/07	6/6/11	16,792.58	16,807.50	(14.92)
1	Blackrock Total Return A	8/17/07	6/6/11	11.24	11.26	(0.02)
75	Blackrock Total Return A	8/31/07	6/6/11	843.00	847.50	(4.50)

FORM 990-PF

GAIN AND LOSS SCHEDULE

STATEMENT 7

Shares	Asset	Acquired	Sold	Price	Basis	Gain/Loss
73	Blackrock Total Return A	9/28/07	6/6/11	820.52	832.93	(12.41)
1	Blackrock Total Return A	10/1/07	6/6/11	11.23	11.42	(0.19)
76	Blackrock Total Return A	10/31/07	6/6/11	854.24	870.20	(15.96)
74	Blackrock Total Return A	11/30/07	6/6/11	831.76	852.48	(20.72)
75	Blackrock Total Return A	12/31/07	6/6/11	843.00	861.75	(18.75)
1	Blackrock Total Return A	1/2/08	6/6/11	11.24	11.56	(0.32)
74	Blackrock Total Return A	1/31/08	6/6/11	831.76	861.36	(29.60)
74	Blackrock Total Return A	2/29/08	6/6/11	831.76	851.00	(19.24)
1	Blackrock Total Return A	3/3/08	6/6/11	11.24	11.48	(0.24)
81	Blackrock Total Return A	3/31/08	6/6/11	910.44	916.92	(6.48)
1	Blackrock Total Return A	4/1/08	6/6/11	11.23	11.25	(0.02)
72	Blackrock Total Return A	4/30/08	6/6/11	809.28	814.32	(5.04)
75	Blackrock Total Return A	5/30/08	6/6/11	843.00	841.50	1.50
1	Blackrock Total Return A	6/2/08	6/6/11	11.24	11.27	(0.03)
77	Blackrock Total Return A	6/30/08	6/6/11	865.48	851.62	13.86
79	Blackrock Total Return A	7/31/08	6/6/11	887.96	853.20	34.76
79	Blackrock Total Return A	8/29/08	6/6/11	887.96	844.51	43.45
80	Blackrock Total Return A	9/30/08	6/6/11	899.20	812.80	86.40
87	Blackrock Total Return A	10/31/08	6/6/11	977.88	841.29	136.59
93	Blackrock Total Return A	11/28/08	6/6/11	1,045.32	863.04	182.28
1	Blackrock Total Return A	12/1/08	6/6/11	11.24	9.20	2.04
55	Blackrock Total Return A	12/24/08	6/6/11	618.20	525.80	92.40
89	Blackrock Total Return A	12/31/08	6/6/11	1,000.36	857.07	143.29
87	Blackrock Total Return A	1/30/09	6/6/11	977.88	834.33	143.55
1	Blackrock Total Return A	2/2/09	6/6/11	11.24	9.60	1.64
84	Blackrock Total Return A	2/27/09	6/6/11	944.16	782.88	161.28
94	Blackrock Total Return A	3/31/09	6/6/11	1,056.56	891.12	165.44
1	Blackrock Total Return A	4/1/09	6/6/11	11.24	9.48	1.76
102	Blackrock Total Return A	4/30/09	6/6/11	1,146.48	982.26	164.22
91	Blackrock Total Return A	5/29/09	6/6/11	1,022.84	903.63	119.21
1	Blackrock Total Return A	6/1/09	6/6/11	11.24	9.86	1.38
80	Blackrock Total Return A	6/30/09	6/6/11	899.20	798.40	100.80
77	Blackrock Total Return A	7/31/09	6/6/11	865.48	791.56	73.92
1	Blackrock Total Return A	8/3/09	6/6/11	11.24	10.24	1.00
80	Blackrock Total Return A	8/31/09	6/6/11	899.20	835.20	64.00
1	Blackrock Total Return A	9/1/09	6/6/11	11.24	10.45	0.79
61	Blackrock Total Return A	9/30/09	6/6/11	685.64	644.16	41.48
61	Blackrock Total Return A	10/30/09	6/6/11	685.64	649.65	35.99
1	Blackrock Total Return A	11/2/09	6/6/11	11.24	10.64	0.60
60	Blackrock Total Return A	11/30/09	6/6/11	674.40	642.60	31.80
31	Blackrock Total Return A	12/23/09	6/6/11	348.44	328.29	20.15
1	Blackrock Total Return A	12/24/09	6/6/11	11.24	10.56	0.68
62	Blackrock Total Return A	12/31/09	6/6/11	696.88	654.72	42.16
1	Blackrock Total Return A	1/4/10	6/6/11	11.24	10.57	0.67
64	Blackrock Total Return A	1/29/10	6/6/11	719.36	687.36	32.00
59	Blackrock Total Return A	2/26/10	6/6/11	663.16	634.25	28.91

FORM 990-PF		GAIN AND LOSS SCHEDULE				STATEMENT 7
Shares	Asset	Aquired	Sold	Price	Basis	Gain/Loss
56	Blackrock Total Return A	3/31/10	6/6/11	629.44	599.20	30.24
1	Blackrock Total Return A	4/1/10	6/6/11	11.24	10.69	0.55
50	Blackrock Total Return A	4/30/10	6/6/11	562.00	542.00	20.00
51	Blackrock Total Return A	5/28/10	6/6/11	573.25	553.86	19.39
2,275	Sector Sprd Financial	7/22/10	10/6/11	26,426.11	33,499.38	(7,073.27)
1,600	Sector Sprd Financial	8/27/10	10/6/11	18,585.39	22,111.20	(3,525.81)
920	Waste Management Inc	10/4/10	11/3/11	28,726.07	33,429.76	(4,703.69)
1,000	Citigroup Inc Com	11/16/10	12/22/11	26,139.49	43,200.00	(17,060.51)
TOTAL LONG TERM GAIN				\$ 929,949.96	\$ 981,644.08	\$ (51,694.12)

FORM 990-PF		GAIN AND LOSS SCHEDULE			STATEMENT 7	
Shares	Asset	Aquired	Sold	Price	Basis	Gain/Loss
1,034	Home Depot	10/4/10	1/14/11	36,409.21	33,464.79	2,944.42
921	Consumer Discretionary	7/22/10	1/14/11	34,288.24	29,221.58	5,066.66
79	Consumer Discretionary	8/27/10	1/14/11	2,941.12	2,439.15	501.97
891	Sector Spdr Industrial	7/22/10	1/14/11	31,409.80	26,808.50	4,601.30
109	Sector Spdr Industrial	8/27/10	1/14/11	3,842.51	3,147.64	694.87
1,390	Amex Technlgy Selct Spdr	7/22/10	1/14/11	35,406.08	31,106.53	4,299.55
10	Amex Technlgy Selct Spdr	8/27/10	1/14/11	254.73	211.00	43.73
0.518	Columbia Mar 21 Cntry C	6/18/10	2/1/11	6.81	5.75	1.06
0.443	Blackrock Basic Value A	6/18/10	2/18/11	12.28	10.11	2.17
500	Spdr Index Shs	7/22/10	3/1/11	14,762.66	11,825.00	2,937.66
500	Spdr Index Shs	8/27/10	3/1/11	14,762.66	11,422.50	3,340.16
1,000	Health Care Select	7/22/10	3/1/11	32,081.87	28,918.10	3,163.77
400	Sector Spdr Energy	7/22/10	3/1/11	30,636.36	21,912.00	8,724.36
1,000	Amex Technlgy Selct Spdr	8/27/10	3/1/11	25,762.00	21,099.50	4,662.50
636	Total SA Sp Adr	10/4/10	3/23/11	37,162.40	33,426.76	3,735.64
500	Total SA Sp Adr	12/9/10	3/23/11	29,215.74	26,425.00	2,790.74
1,000	Petrleo Bras Vtg Spd	11/16/10	4/8/11	40,254.41	32,937.80	7,316.61
5	Petrleo Bras Vtg Spd	1/10/11	4/8/11	201.28	181.44	19.84
10	Cisco Systems Inc	11/16/10	4/29/11	169.80	197.00	(27.20)
990	Cisco Systems Inc	11/16/10	4/29/11	16,810.67	19,503.00	(2,692.33)
1,000	Cisco Systems Inc	11/16/10	5/12/11	16,585.17	19,700.00	(3,114.83)
10	Cisco Systems Inc	11/16/10	5/12/11	165.85	196.59	(30.74)
1,000	Cisco Systems Inc	3/1/11	5/12/11	16,585.19	18,887.50	(2,302.31)
0.6257	Cisco Systems Inc	4/25/11	5/23/11	9.24	10.60	(1.36)
1,000	Hewlett Packard Co	11/16/10	5/19/11	35,782.80	42,326.30	(6,543.50)
500	Hewlett Packard Co	12/9/10	5/19/11	17,891.41	21,715.00	(3,823.59)
2	Hewlett Packard Co	4/7/11	5/19/11	71.57	82.56	(10.99)
2,614	Banco Santander SA	10/4/10	6/15/11	27,319.68	33,582.06	(6,262.38)
0.913	Banco Sant Ctl Hisp	5/11/11	6/17/11	9.19	10.68	(1.49)
60	Banco Santander SA	5/11/11	6/16/11	627.08	701.88	(74.80)
300	Wisdom Tree Intl Div Ex	7/22/10	6/14/11	14,163.20	12,180.12	1,983.08
300	Wisdom Tree Intl Div Ex	8/27/10	6/14/11	14,163.20	12,019.44	2,143.76
762	Wisdom Tree Intl Div Ex	10/4/10	6/14/11	35,974.54	33,428.03	2,546.51
7	Wisdom Tree Intl Div Ex	12/30/10	6/14/11	330.47	306.59	23.88
0.6778	Wisdom Tree Intl Div Ex	3/28/11	6/20/11	28.17	30.36	(2.19)
9	Wisdom Tree Intl Div Ex	3/28/11	6/14/11	424.91	415.71	9.20
0.907	Wisdom Tree Intl Div Ex	4/7/11	6/20/11	28.44	37.44	(9.00)
534	Hewlett Packard Co	10/4/10	6/23/11	34,671.94	33,436.84	1,235.10
466	Johnson & Johnson	3/1/11	6/23/11	30,256.79	28,745.49	1,511.30
4	Johnson & Johnson	3/16/11	6/23/11	259.71	233.78	25.93
1	Johnson & Johnson	6/15/11	6/23/11	64.92	59.01	5.91
0.4891	Johnson & Johnson	6/15/11	6/24/11	28.86	32.75	(3.89)
8	Johnson & Johnson	6/15/11	6/23/11	519.45	535.61	(16.16)
1,058	Kraft Foods Inc	10/4/10	6/21/11	36,394.49	33,461.05	2,933.44
9	Kraft Foods Inc	1/18/11	6/21/11	309.59	282.76	26.83
1	Kraft Foods Inc	4/15/11	6/21/11	34.40	31.78	2.62

FORM 990-PF		GAIN AND LOSS SCHEDULE			STATEMENT 7	
Shares	Asset	Aquired	Sold	Price	Basis	Gain/Loss
0.1558	Kraft Foods Inc	4/15/11	6/22/11	4 86	5.14	(0.28)
9	Kraft Foods Inc	4/15/11	6/21/11	309.60	296.77	12.83
400	Nike Inc	1/14/11	6/23/11	32,171.37	33,708.32	(1,536.95)
600	Nike Inc	3/23/11	6/23/11	48,257.07	45,812.28	2,444.79
1	Petrleo Bras Vtg Spd	4/11/11	6/21/11	24.26	37.97	(13.71)
3	Petrleo Bras Vtg Spd	4/11/11	6/21/11	72.78	121.62	(48.84)
0.5926	Petrleo Bras Vtg Spd	6/13/11	6/22/11	17.40	23.77	(6.37)
871	Consumer Discretionary	8/27/10	6/14/11	33,033.34	26,892.39	6,140.95
10	Consumer Discretionary	12/30/10	6/14/11	379.26	375.27	3.99
1	Consumer Discretionary	3/31/11	6/14/11	37.92	37.60	0.32
0.7965	Sector Spd Cyclcl	3/31/11	6/20/11	27.15	31.08	(3.93)
2	Consumer Discretionary	3/31/11	6/14/11	75.86	78.05	(2.19)
1	Blackrock Total Return A	6/30/10	6/6/11	11.24	10.95	0.29
61	Blackrock Total Return A	6/30/10	6/6/11	685.65	672.22	13.43
1	Blackrock Total Return A	7/30/10	6/6/11	11.24	11.51	(0.27)
47	Blackrock Total Return A	7/30/10	6/6/11	528.29	524.52	3.77
22	Blackrock Total Return A	8/31/10	6/6/11	247.28	248.37	(1.09)
1	Blackrock Total Return A	12/31/10	6/6/11	11.24	11.15	0.09
21	Blackrock Total Return A	12/31/10	6/6/11	236.04	233.52	2.52
22	Blackrock Total Return A	1/31/11	6/6/11	247.28	244.41	2.87
1	Blackrock Total Return A	2/28/11	6/6/11	11.24	11.12	0.12
24	Blackrock Total Return A	2/28/11	6/6/11	269.76	266.87	2.89
1	Blackrock Total Return A	3/31/11	6/6/11	11.24	11.09	0.15
23	Blackrock Total Return A	3/31/11	6/6/11	258.53	254.37	4.16
25	Blackrock Total Return A	4/29/11	6/6/11	281.01	279.50	1.51
0.915	Blackrock Total Return A	5/31/11	6/6/11	10.28	10.20	0.08
26	Blackrock Total Return A	5/31/11	6/6/11	292.26	292.50	(0.24)
400	International Busines Machines	2/18/11	7/25/11	73,142.59	66,130.28	7,012.31
100	International Busines Machines	3/15/11	7/25/11	18,285.65	15,835.99	2,449.66
2,000	Teekay Tankers Ltd.	12/9/10	7/25/11	16,959.66	25,040.00	(8,080.34)
45	Teekay Tankers Ltd.	3/18/11	7/25/11	381.59	434.25	(52.66)
2,000	Teekay Tankers Ltd.	5/5/11	7/25/11	16,959.67	18,554.60	(1,594.93)
1	Teekay Tankers Ltd.	6/1/11	7/25/11	8.47	9.51	(1.04)
108	Teekay Tankers Ltd.	6/1/11	7/25/11	915.84	1,004.40	(88.56)
1,000	Under Armour Inc	6/23/11	7/7/11	79,618.46	72,157.00	7,461.46
3,000	Cadence Design System	7/6/11	8/17/11	26,744.18	32,583.00	(5,838.82)
1,000	Teva Pharmactcl Inds Adr	3/23/11	8/17/11	39,939.22	49,307.70	(9,368.48)
500	Teva Pharmactcl Inds Adr	5/12/11	8/17/11	19,969.62	24,885.00	(4,915.38)
0.3487	Teekay Tankers Ltd	6/2/11	8/22/11	2.01	3.24	(1.23)
1	Spdr Index Shs Fds	11/16/10	9/23/11	21.01	25.78	(4.77)
5	Spdr Index Shs Fds	11/16/10	9/23/11	105.05	128.89	(23.84)
994	Spdr Index Shs Fds	11/16/10	9/23/11	20,883.52	25,623.92	(4,740.40)
12	Spdr Index Shs Fds	12/31/10	9/23/11	252.12	328.56	(76.44)
3	Spdr Index Shs Fds	3/31/11	9/23/11	63.03	91.58	(28.55)
9	Spdr Index Shs Fds	6/30/11	9/23/11	189.09	254.52	(65.43)
1	Spdr Index Shs Fds	11/16/10	9/23/11	27.47	30.01	(2.54)

FORM 990-PF		GAIN AND LOSS SCHEDULE			STATEMENT 7	
Shares	Asset	Aquired	Sold	Price	Basis	Gain/Loss
1	Spdr Index Shs Fds	11/16/10	9/23/11	27.47	30.01	(2.54)
998	Spdr Index Shs Fds	11/16/10	9/23/11	27,414.52	29,949.18	(2,534.66)
3	Spdr Index Shs Fds	12/31/10	9/23/11	82.40	89.94	(7.54)
1	Spdr Index Shs Fds	3/31/11	9/23/11	27.47	30.94	(3.47)
9	Spdr Index Shs Fds	3/31/11	9/23/11	247.22	280.43	(33.21)
8	Spdr Index Shs Fds	6/30/11	9/23/11	219.77	265.27	(45.50)
2,500	Western Asset High Yield	10/26/10	9/23/11	42,849.16	50,000.00	(7,150.84)
19	Western Asset High Yield	1/31/11	9/23/11	325.65	359.09	(33.44)
19	Western Asset High Yield	2/28/11	9/23/11	325.65	360.99	(35.34)
1	Western Asset High Yield	3/28/11	9/23/11	17.13	18.94	(1.81)
19	Western Asset High Yield	3/28/11	9/23/11	325.65	357.39	(31.74)
1	Western Asset High Yield	5/2/11	9/23/11	17.13	18.90	(1.77)
19	Western Asset High Yield	5/2/11	9/23/11	325.65	364.42	(38.77)
19	Western Asset High Yield	5/31/11	9/23/11	325.66	373.34	(47.68)
1	Western Asset High Yield	6/27/11	9/23/11	17.14	19.33	(2.19)
19	Western Asset High Yield	6/27/11	9/23/11	325.66	365.56	(39.90)
20	Western Asset High Yield	8/1/11	9/23/11	342.80	380.99	(38.19)
1	Western Asset High Yield	9/2/11	9/23/11	17.14	19.00	(1.86)
20	Western Asset High Yield	9/2/11	9/23/11	342.81	369.80	(26.99)
1,000	Molson Coor Brew Co Cl B	3/1/11	8/30/11	42,549.17	45,917.70	(3,368.53)
500	McDonalds Corp	1/14/11	8/30/11	44,905.13	37,238.15	7,666.98
0 0104	Teekay Tankers Ltd	8/31/11	9/26/11	0.04	0.07	(0.03)
500	McDonalds Corp	5/27/11	9/8/11	12,336.91	15,400.00	(3,063.09)
1,000	Oracle Corp	2/18/11	10/14/11	31,185.29	33,648.50	(2,463.21)
1,200	Qualcom	2/18/11	10/3/11	58,048.87	71,459.52	(13,410.65)
13	Sector Spdr Financial	12/30/10	10/6/11	151.00	207.20	(56.20)
1	Sector Spdr Financial	3/31/11	10/6/11	11.61	16.08	(4.47)
9	Sector Spdr Financial	3/31/11	10/6/11	104.54	147.28	(42.74)
1	Sector Spdr Financial	6/30/11	10/6/11	11.61	15.98	(4.37)
13	Sector Spdr Financial	6/30/11	10/6/11	151.01	199.89	(48.88)
0 110	Sector Spdr Financial	9/29/11	10/24/11	1.35	1.45	(0.10)
16	Sector Spdr Financial	9/29/11	10/6/11	185.88	195.62	(9.74)
500	Target Corp	6/14/11	10/14/11	26,137.79	23,882.70	2,255.09
380	Ishares Tr Dow Jones US	3/9/11	11/3/11	20,762.83	24,874.80	(4,111.97)
220	Ishares Tr Dow Jones US	3/15/11	11/3/11	12,020.59	13,632.43	(1,611.84)
200	Ishares Tr Dow Jones US	5/25/11	11/3/11	10,927.81	12,710.00	(1,782.19)
1,000	Spdr Index Shs Fds	11/16/10	11/3/11	23,685.03	25,564.50	(1,879.47)
5	Spdr Index Shs Fds	12/31/10	11/3/11	118.42	138.24	(19.82)
1	Spdr Index Shs Fds	6/30/11	11/3/11	23.68	27.61	(3.93)
8	Spdr Index Shs Fds	6/30/11	11/3/11	189.49	213.51	(24.02)
0.8053	Spdr Index Shs Fds	9/29/11	11/3/11	16.27	20.22	(3.95)
1	Spdr Index Shs Fds	9/29/11	11/3/11	23.69	22.46	1.23
8	Waste Management Inc	3/28/11	11/3/11	249.79	297.99	(48.20)
8	Waste Management Inc	6/20/11	11/3/11	249.79	294.15	(44.36)
1	Waste Management Inc	9/26/11	11/3/11	31.22	36.86	(5.64)
0.1466	Waste Management Inc	9/26/11	11/21/11	4.03	4.60	(0.57)

FORM 990-PF		GAIN AND LOSS SCHEDULE				STATEMENT 7
Shares	Asset	Aquired	Sold	Price	Basis	Gain/Loss
10	Waste Management Inc	9/26/11	11/3/11	312.25	313.40	(1.15)
500	Citigroup Inc	6/6/11	12/22/11	13,069.75	19,688.55	(6,618.80)
1	Citigroup Inc	11/25/11	12/22/11	26.14	30.79	(4.65)
0.3894	Citigroup Inc	11/25/11	12/23/11	9.76	9.20	0.56
TOTAL SHORT TERM GAIN				<u>\$ 1,472,159.41</u>	<u>\$ 1,479,506.84</u>	<u>\$ (7,347.43)</u>



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Account Number: 676-04H04
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CURT MANN
DAWDA MANN MULCAHY & SADLER
FAO MPS FOUNDATION
39533 WOODWARD AVE # 200
BLOOMFIELD MI 48304-5103

24-Hour Assistance: (800) MERRILL
Access Code: 92-676-04404

Net Portfolio Value: **\$2,629,851.80**

Your Financial Advisor:
THE TUPPER GROUP
250 MONROE AVE NW SUITE 600
GRAND RAPIDS MI 49503
1-800-288-7494

EMA® ACCOUNT

December 01, 2011 - December 30, 2011

ASSETS

	December 30	November 30
Cash/Money Accounts	40,562.94	42,585.15
Fixed Income	-	-
Equities	1,074,094.25	1,072,677.74
Mutual Funds	1,515,194.61	1,521,569.55
Options	-	-
Other	-	-
Subtotal (Long Portfolio)	2,629,851.80	2,636,832.44

TOTAL ASSETS

\$2,629,851.80 \$2,636,832.44

LIABILITIES

Debit Balance	-	-
Short Market Value	-	-
TOTAL LIABILITIES	-	-

NET PORTFOLIO VALUE **\$2,629,851.80** **\$2,636,832.44**

CASH FLOW

	This Statement	Year to Date
Opening Cash/Money Accounts	\$42,585.15	
CREDITS		
Funds Received	-	-
Electronic Transfers	-	-
Other Credits	-	-
Subtotal	-	-
DEBITS		
Electronic Transfers	-	(1,029.00) ✓
Margin Interest Charged	-	-
Other Debits	-	(572.54) ✓
Visa Purchases (debits)	-	-
ATM/Cash Advances	-	-
Checks Written/Bill Payment	(8,000.00)	(86,670.00) ✓
Subtotal	(8,000.00)	(88,271.54)
Net Cash Flow	(\$8,000.00)	(\$88,271.54)
Dividends/Interest Income	23,819.33	63,237.02 ✓
Dividend Reinvestments	(19,443.58)	(50,772.23)
Security Purchases/Debits	(37,643.10)	(2,302,015.59)
Security Sales/Credits	39,245.14	2,402,109.37
Closing Cash/Money Accounts	\$40,562.94	
Securities You Transferred In/Out	75.74	130.82

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MPS FOUNDATION

Account Number: 676-04H04

24-Hour Assistance: (800) MERRILL
Access Code: 92-676-04404

YOUR EMA BANK DEPOSIT INTEREST SUMMARY

December 01, 2011 - December 30, 2011

Money Account Description	Opening Balance	Average Deposit Balance	Current Yield%	Interest on Deposits	Closing Balance
FIA Card Services, N.A.	42,584	40,018	10	3 29	40,542
TOTAL ML Bank Deposit Program	42,584			3 29	40,542

YOUR EMA ASSETS

CASH/MONEY ACCOUNTS	Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est Annual Yield%
CASH		20 94	20 94		20 94		
ML BANK DEPOSIT PROGRAM		40,542 00	40,542 00	1 0000	40,542 00	41	10
TOTAL			40,562 94		40,562 94	41	10

0.006

EQUITIES	Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
ABBOTT LABS		ABT	12/09/10	500	47 6300	23,815 00	56 2300	28,115 00	4,300 00	960	3 41
			02/16/11	4	46 8175	187 27	56 2300	224 92	37 65	8	3 41
			05/17/11	1	48 9000	48 90	56 2300	56 23	7 33	2	3 41
			05/17/11	4	53 7075	214 83	56 2300	224 92	10 09	8	3 41
			08/16/11	1	50 5600	50 56	56 2300	56 23	5 67	2	3 41
			08/16/11	4	49 7225	198 89	56 2300	224 92	26 03	8	3 41
			11/16/11	4	54 1800	216 72	56 2300	224 92	8 20	8	3 41
			11/16/11		53 3637	36 25	56 2300	38 20	1 95	2	3 41
(6793 FRACTIONAL SHARE)				518 6793		24,768 42		29,165 34	4,396 92	998	3 41
Subtotal											
ALCOA INC		AA	10/14/11	5,000	10 5199	52,599 50	8 6500	43,250 00	(9,349 50)	601	1 38
ANNALY CAP MGMT INC		NLY	12/22/11	2,200	17 1105	37,643 10	15 9600	35,112 00	(2,531 10)	5,016	14 28



MPS FOUNDATION

Account Number: 676-04H04

YOUR EMA ASSETS

December 01, 2011 - December 30, 2011

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
APPLE INC	AAPL	01/20/11	200	333.9615	66,792.30	405.0000	81,000.00	14,207.70		
		03/01/11	100	350.5230	35,052.30	405.0000	40,500.00	5,447.70		
		06/21/11	100	317.8700	31,787.00	405.0000	40,500.00	8,713.00		
		10/06/11	150	378.0533	56,708.00	405.0000	60,750.00	4,042.00		
Subtotal			550		190,339.60		222,750.00	32,410.40		
DEERE CO	DE	06/14/11	500	83.0700	41,535.00	77.3500	38,675.00	(2,860.00)	820	2.12
		07/25/11	500	81.2200	40,610.00	77.3500	38,675.00	(1,935.00)	820	2.12
		09/23/11	500	69.1600	34,580.00	77.3500	38,675.00	4,095.00	820	2.12
		10/03/11	500	65.5200	32,760.00	77.3500	38,675.00	5,915.00	820	2.12
Subtotal			2,000		149,485.00		154,700.00	5,215.00	3,280	2.12
DU PONT E I DE NEMOURS	DD	08/30/11	1,000	48.2931	48,293.10	45.7800	45,780.00	(2,513.10)	1,641	3.58
		09/23/11	500	42.0000	21,000.00	45.7800	22,890.00	1,890.00	821	3.58
Subtotal			1,500		69,293.10		68,670.00	(623.10)	2,462	3.58
EATON CORP	ETN	08/30/11	1,000	42.6729	42,672.90	43.5300	43,530.00	857.10	1,361	3.12
		09/23/11	500	35.2800	17,640.00	43.5300	21,765.00	4,125.00	680	3.12
Subtotal			1,500		60,312.90		65,295.00	4,982.10	2,041	3.12
GENERAL MILLS	GIS	12/09/10	600	36.1700	21,702.00	40.4100	24,246.00	2,544.00	733	3.01
		02/02/11	4	34.6500	138.60	40.4100	161.64	23.04	5	3.01
		05/03/11	1	35.3100	35.31	40.4100	40.41	5.10	2	3.01
		05/03/11	4	39.0000	156.00	40.4100	161.64	5.64	5	3.01
		08/02/11	5	36.9380	184.69	40.4100	202.05	17.36	7	3.01
		11/02/11	1	38.6200	38.62	40.4100	40.41	1.79	2	3.01
		11/02/11	4	38.6000	154.40	40.4100	161.64	7.24	5	3.01
		11/02/11		38.5752	2.87	40.4100	3.01	14	1	3.01
(0744 FRACTIONAL SHARE)			619.0744		22,412.49		25,016.80	2,604.31	760	3.01
Subtotal					80,865.00	645.9000	96,885.00	16,020.00		
GOOGLE INC CL A	GOOG	08/17/11	150	539.1000	80,865.00	645.9000	96,885.00	16,020.00		
		08/30/11	50	538.4200	26,921.00	645.9000	32,295.00	5,374.00		
Subtotal			200		107,786.00		129,180.00	21,394.00		

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YOUR EMA ASSETS

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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
MICROSOFT CORP	MSFT	08/22/11	2,000	24.4178	48,835.60	25.9600	51,920.00	3,084.40	1,601	3.08
Subtotal		10/03/11	1,000	25.5971	25,597.10	25.9600	25,960.00	362.90	801	3.08
ORACLE CORP \$0.01 DEL	ORCL	02/18/11	3,000		74,432.70		77,880.00	3,447.30	2,402	3.08
PROCTER & GAMBLE CO	PG	10/04/10	1,000	33.6485	33,648.50	25.6500	25,650.00	(7,998.50)	241	93
		02/16/11	546	61.1497	33,387.79	66.7100	36,423.66	3,035.87	1,147	3.14
		05/17/11	4	64.0600	256.24	66.7100	266.84	10.60	9	3.14
		08/16/11	4	66.8050	267.22	66.7100	266.84	(0.38)	9	3.14
		08/16/11	1	63.4900	63.49	66.7100	66.71	3.22	3	3.14
		08/16/11	4	61.4925	245.97	66.7100	266.84	20.87	9	3.14
		11/16/11	4	63.0975	252.39	66.7100	266.84	14.45	9	3.14
(.8155 FRACTIONAL SHARE)		11/16/11		62.7835	51.20	66.7100	54.40	3.20	2	3.14
Subtotal			563.8155		34,524.30		37,612.13	3,087.83	1,188	3.14
ROYAL DUTCH SHELL PLC	RDSB	03/01/11	500	71.9800	35,990.00	76.0100	38,005.00	2,015.00	1,681	4.42
SPONS ADR B		09/23/11	200	62.1500	12,430.00	76.0100	15,202.00	2,772.00	672	4.42
Subtotal			700		48,420.00		53,207.00	4,787.00	2,353	4.42
TARGET CORP COM	IGT	06/14/11	500	47.7654	23,882.70	51.2200	25,610.00	1,727.30	600	2.34
		06/23/11	500	47.7200	23,860.00	51.2200	25,610.00	1,750.00	600	2.34
Subtotal			1,000		47,742.70		51,220.00	3,477.30	1,200	2.34
TIFFANY & CO NEW	TIF	09/08/11	200	72.6200	14,524.00	66.2600	13,252.00	(1,272.00)	232	1.75
VERIZON COMMUNICATIONS COM	VZ	10/04/10	996	33.5996	33,465.30	40.1200	39,959.52	6,494.22	1,992	4.98
		02/02/11	13	36.4653	474.05	40.1200	521.56	47.51	26	4.98
		05/03/11	1	37.4700	37.47	40.1200	40.12	2.65	2	4.98
		05/03/11	12	37.9366	455.24	40.1200	481.44	26.20	24	4.98
		08/02/11	1	36.4400	36.44	40.1200	40.12	3.68	2	4.98
		08/02/11	13	35.8415	465.94	40.1200	521.56	55.62	26	4.98
		11/02/11	14	36.9800	517.72	40.1200	561.68	43.96	28	4.98
(.1990 FRACTIONAL SHARE)		11/02/11		35.9296	7.15	40.1200	7.98	83	1	4.98
Subtotal			1,050.1990		35,459.31		42,133.98	6,674.67	2,101	4.98
TOTAL					1,003,391.62		1,074,094.25	70,702.63	24,875	2.32

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YOUR EMA ASSETS

December 01, 2011 - December 30, 2011

RESEARCH RATINGS

Security	Symbol	BofAML Research	Morningstar	S&P
ABBOTT LABS	ABT	Neutral (A27)	Buy	Buy
ANNALY CAP MGMT INC	NLY	Neutral (B28)	No Coverage	Hold
ALCOA INC	AA	Neutral (C28)	Buy	Buy
APPLE INC	AAPL	Buy (C19)	Buy	Buy
DEERE CO	DE	Buy (B17)	Hold	Buy
DU PONT E I DE NEMOURS	DD	Buy (B17)	Hold	Buy
EATON CORP	ETN	Buy (B17)	Hold	Buy
GENERAL MILLS	GIS	Buy (B17)	Hold	Buy
GOOGLE INC CL A	GOOG	Buy (C19)	Hold	Hold
MICROSOFT CORP	MSFT	Buy (B17)	Buy	Buy
ORACLE CORP \$0 01 DEL	ORCL	Buy (B17)	Buy	Buy
PROCTER & GAMBLE CO	PG	Neutral (A27)	Buy	Hold
ROYAL DUTCH SHEL PLC	RDSB	Neutral (A27)	Buy	No Coverage
TARGET CORP COM	TGT	Neutral (B27)	Buy	Buy
TIFFANY & CO NEW	TIF	Buy (B17)	Hold	Buy
VERIZON COMMUNICATNS COM	VZ	Neutral (A27)	Hold	Hold

PLEASE REFER TO THE BACK OF YOUR STATEMENT FOR A GUIDE TO BOFAML AND THIRD PARTY RESEARCH RATINGS.

MUTUAL FUNDS/CLOSED END FUNDS/UIT

Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income Yield%
✓ AMEX TECHNLOGY SELECT SPDR	1.521	35,231.64	25.4500	38,709.45	3,477.81	34,447	4,262	585 1.50
SYMBOL: XLK Initial Purchase 08/27/10								
Equity 100%								
3836 Fractional Share		9.75	25.4500	9.76	01			1 1.50
✓ BLACKROCK LARGE CAP CORE FD A	13.804	157,729.39	10.8300	149,497.32	(8,232.07)	82,738	66,758	607 40

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MPS FOUNDATION

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YOUR EMA ASSETS

December 01, 2011 - December 30, 2011

MUTUAL FUNDS/CLOSED END FUNDS/UIT		(continued)	Description		Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income Yield%
SYMBOL: MDLTX Initial Purchase: 09/20/07												
Equity 100%			3610 Fractional Share			4 65	10 8300	3.91	(0 74)			1 40
BLACKROCK CAPITAL												
APPRECIATION FD, INC. A		4,976				90,348 52	20 8900	103,948.64	13,600.12	85,569	18,378	
SYMBOL: MDFGX Initial Purchase: 08/04/05												
Equity 100%			1730 Fractional Share			3 11	20 8900	3.61	50			
BLACKROCK GLOBAL												
SMALLCAP FD INC A		5,346				123,100 32	20 2400	108,203.04	(14,897 28)	8,584	99,618	1 18
SYMBOL: MDGCX Initial Purchase: 12/14/06												
Equity 100%			6420 Fractional Share			12 99	20 2400	12.99				1 18
BLACKROCK GLOBAL												
ALLOCATION FD INC A		7,885				136,851 48	18 1600	143,191.60	6,340 12	51,068	92,122	2,737 191
SYMBOL: MDLOX Initial Purchase 08/04/05												
Fixed Income 28% Equity 72%												
5750 Fractional Share						10 18	18 1600	10.44	26			1 191
BLACKROCK HI YLD BD												
PORTFOLIO CLASS A		8 884				60,631.86	7 3900	65,652.76	5,020 90		65,652	4,203 6.40
SYMBOL: BHYAX Initial Purchase: REINV												
Fixed Income 100%						0 22	7 3900	.22				1 640
0300 Fractional Share												



MPS FOUNDATION

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YOUR EMA ASSETS

December 01, 2011 - December 30, 2011

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	(continued) Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income Yield%
EATON VANCE RCHRD BRSTN EQUITY STRATEGY FD CL A SYMBOL: ERBAX Initial Purchase: 04/29/11 Equity 100% 5330 Fractional Share	14,771	171,839 18	9 9100	146,380.61	(25,458 57)	170,992	(24,611)	
FIRST TR ISE CLOUD COMP IDX ETF SYMBOL: SKYY Initial Purchase: 07/25/11 Equity 100%	1,500	28,599 35	17 2000	25,800.00	(2,799 35)	28,599	(2,799)	
GABELLI ASSET FUND CL A SYMBOL: GATAX Initial Purchase: 06/06/11 Equity 100% 5090 Fractional Share	1,916	100,973 20	47 3000	90,626.80	(10,346 40)	100,973	(10,346)	
HEALTH CARE SELECT SPDR SYMBOL: XLV Initial Purchase: 07/22/10 Equity 100% 8870 Fractional Share	1,674	48,271 14	34 6900	58,071.06	9,799 92	46,744	11,326	1,139 1.96
ISHARES DJ US OIL & GAS EXPL SYMBOL: IEO Initial Purchase: 03/09/11 Equity 100%	600	41,854 53	61 4200	36,852.00	(5,002 53)	41,854	(5,002)	227 61
MATERIALS SELECT SECTOR	643	20,551 42	33 5000	21,540.50	989 08	19,904	1,636	474 2.20

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YOUR EMA ASSETS

December 01, 2011 - December 30, 2011

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued)		Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income Yield%
SPDR FUND									
SYMBOL: XLB Initial Purchase: 07/22/10									
Equity 100%									
3013 Fractional Share			9 97	33 5000	10.09	12			1 2 20
PIMCO ALL ASSET ALL AUTHORITY FUND CL A									
SYMBOL: PAJAX Initial Purchase: 07/23/10		10,328	115,465 84	9 9700	102,970.16	(12,495 68)	104,984	(2,014)	8,335 8 09
Fixed Income 97% Equity 3%									
3110 Fractional Share			3 09	9 9700	3.10	01			1 8 09
PUTNAM ABSOLUTE RETURN 700 FUND CL A									
SYMBOL: PDMAX Initial Purchase: 06/06/11		13,674	165,742 26	10 8700	148,636.38	(17,105 88)	159,990	(11,354)	5,976 4 02
Fixed Income 74% Equity 26%									
1850 Fractional Share			2 01	10 8700	2.01				1 4 02
PUTNAM VOYAGER FD CL A									
SYMBOL: PVOYX Initial Purchase: 02/01/11		4,725	119,979 00	19 5000	92,137.50	(27,841 50)	119,979	(27,841)	
Equity 100%									
9140 Fractional Share			21 01	19 5000	17.82	(3 19)			
SECTOR SPDR CONSMRS STPL									
SYMBOL: XLP Initial Purchase: 07/22/10		1,703	46,504 27	32 4900	55,330.47	8,826 20	44,603	10,727	1,508 2 72
Equity 100%									
0031 Fractional Share			0 10	32 4900	.10				2 72
SECTOR SPDR ENERGY									
		440	23,185 01	69 1300	30,417.20	7,232 19	22,487	7,929	467 1 53

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MPS FOUNDATION

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YOUR EMA ASSETS

December 01, 2011- December 30, 2011

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	(continued) Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income Yield%
SYMBOL: XLE Equity 100% 1226 Fractional Share	Initial Purchase: 08/27/10	8.47	69.1300	8.48	01			1 1.53
SECTOR SPDR INDUSTRIAL SYMBOL: XLI Equity 100% 4805 Fractional Share	868 Initial Purchase: 08/27/10	25,219.66	33.7500	29,295.00	4,075.34	24,285	5,009	632 2.15
SECTOR SPDR UTILITIES SYMBOL: XLU Equity 100% 3001 Fractional Share	500 Initial Purchase: 07/22/10	15,742.37	35.9800	17,990.00	2,247.63	14,909	3,080	684 3.80
SPDR INDEX SHS FDS SYMBOL: IPW Equity 100% 8110 Fractional Share	6 Initial Purchase: REINV	171.83	25.2500	151.50	(20.33)		151	5 2.85
SPDR INDEX SHS FDS SYMBOL: IPF Equity 100% 2179 Fractional Share	1,057 Initial Purchase: 11/16/10	20,956.23	15.0500	15,907.85	(5,048.38)	19,947	(4,039)	745 4.67
SPDR INDEX SHS FDS SYMBOL: IRY Equity 100% 6010 Fractional Share	2 Initial Purchase: REINV	67.66	31.0000	62.00	(5.66)		62	2 2.55
		18.25	31.0000	18.63	.38			1 2.55

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MPS FOUNDATION

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YOUR EMA ASSETS

December 01, 2011 - December 30, 2011

Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Yield%
SPDR S P BIOTECH SYMBOL: XBI Equity 100%	500 Initial Purchase: 04/08/11	34,716.30	66.4000	33,200.00	(1,516.30)	34,716	(1,516)		
WESTERN ASSET HIGH YIELD DEFINED OPPORTUNITY FUND SYMBOL: HYI Fixed Income 100%	24 Initial Purchase: REINV	469.29	16.5600	397.44	(71.85)		397	41	10.13
8010 Fractional Share		13.77	16.5600	13.26	(0.51)			2	10.13
Subtotal (Fixed Income)		316,036.72							
Subtotal (Equities)		1,199,157.89							
TOTAL		1,584,431.79			(69,237.18)	297,585		29,668	1.96

Total Client Investment: Cost of shares directly purchased and still held Does not include shares purchased through reinvestment.

Cumulative Investment Return: Estimated Market Value minus Total Client Investment Cumulative Investment Return is the dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions, which may be greater or less than the actual income distributed

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions

Unrealized Gain or (Loss): Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment) Provided for Tax Planning purposes only and is not applicable to retirement accounts

Initial Purchase: Date of your initial investment in this fund

