Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

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

Name of foundation
GEGAX FAMILY FOUNDATION

A Employer identification number
41-1989478

Number and street (or P O box number if mail is not delivered to street address) Room/suite
PO BOX 75000

B Telephone number (see page 10 of the instructions)
(612) 215-3603

City or town, state, and ZIP code
DETROIT, MI 482757874

C If exemption application is pending, check here ☐
D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 924,587

J Accounting method ☐ Cash ☐ Accrual
☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	2	2		
	4	Dividends and interest from securities	37,810	37,810		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-41,325			
	b	Gross sales price for all assets on line 6a 431,004				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	-3,513	37,812		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	3,828	3,828		0
	17	Interest				0
	18	Taxes (attach schedule) (see page 14 of the instructions)				0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings	571	571	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)	1,329	1,329		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	5,728	5,728	0	0
	25	Contributions, gifts, grants paid	38,554			38,554
	26	**Total expenses and disbursements.** Add lines 24 and 25	44,282	5,728	0	38,554
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-47,795			
	b	**Net investment income** (if negative, enter -0-)		32,084		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	5,873	5,708	2,708
	2	Savings and temporary cash investments	43,284	37,677	37,677
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶		0	0
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	338,261	254,339	347,988
	c	Investments—corporate bonds (attach schedule)	525,417	567,466	536,214
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			0
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	912,835	865,190	924,587
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
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	912,835	865,190	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	912,835	865,190	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	912,835	865,190	

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	912,835
2	Enter amount from Part I, line 27a	2	-47,795
3	Other increases not included in line 2 (itemize) ▶	3	150
4	Add lines 1, 2, and 3	4	865,190
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	865,190

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 Additional Data Table			
b				
c				
d				
e				

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

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

2	Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	-41,325
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	42,103	894,093	0 04709
2009	40,806	773,742	0 052739
2008	67,313	880,268	0 076469
2007	102,621	1,129,860	0 090826
2006	98,016	1,035,851	0 094624

2	**Total** of line 1, column (d).	2	0 361748
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 07235
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	953,319
5	Multiply line 4 by line 3.	5	68,973
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	321
7	Add lines 5 and 6.	7	69,294
8	Enter qualifying distributions from Part XII, line 4.	8	38,554

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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	642
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	642
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	642
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	633		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	617		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	1,250
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	3
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	605
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 605	**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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ MN			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
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 on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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 page 20 of the instructions)	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶GEGAX COM

14 The books are in care of ▶COMERICA BANK Telephone no ▶(877) 405-1091

Located at ▶101 NORTH MAIN STREEET ANN ARBOR MI ZIP+4 ▶48104

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

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

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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 ▶

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 page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		No

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☑ No

If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____

b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	2b		No

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here

▶ 20____ , 20____ , 20____ , 20____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No

b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**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? ☐ 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**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**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 (see page 22 of the instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
THOMAS GEGAX 2810 W LAKE OF THE ISLES PARKWAY MINNEAPOLIS, MN 55416	DIRECTOR/PRESIDENT 1	0		
MARY WESCOTT 2810 W LAKE OF THE ISLES PARKWAY MINNEAPOLIS, MN 55416	DIRECTOR/VICE PRES /TREASURER 1	0		
T TRENT GEGAX 604 B WEST MARY ST AUSTIN, TX 78704	DIRECTOR/VICE PRES/SECRETARY 1	0		
CHRISTOPHER GEGAX 4336 YORK AVE S 3 MINNEAPOLIS, MN 55410	DIRECTOR/MEDIA 1	0		

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

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

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

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

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. . . . . ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	939,161
b	Average of monthly cash balances	1b	28,676
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	967,837
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	967,837
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	14,518
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	953,319
6	**Minimum investment return.** Enter 5% of line 5	6	47,666

Part XI Distributable Amount (see page 25 of the 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	47,666
2a	Tax on investment income for 2011 from Part VI, line 5	2a	642		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	642
3	Distributable amount before adjustments Subtract line 2c from line 1			3	47,024
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	47,024
6	Deduction from distributable amount (see page 25 of the instructions)			6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	47,024

Part XII Qualifying Distributions (see page 25 of the 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	38,554
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	38,554
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	38,554

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

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7				47,024
2	Undistributed income, if any, as of the end of 2011				
a	Enter amount for 2010 only.			0	
b	Total for prior years 2009 , 20___ , 20___		0		
3	Excess distributions carryover, if any, to 2011				
a	From 2006. 49,055				
b	From 2007. 47,156				
c	From 2008. 23,828				
d	From 2009. 3,481				
e	From 2010. 0				
f	**Total** of lines 3a through e.	123,520			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 38,554				
a	Applied to 2010, but not more than line 2a			0	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d	Applied to 2011 distributable amount.				38,554
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).)*	8,470			8,470
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	115,050			
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 page 27 of the instructions . . .		0		
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions)	40,585			
9	**Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	74,465			
10	Analysis of line 9				
a	Excess from 2007. . . . 47,156				
b	Excess from 2008. . . . 23,828				
c	Excess from 2009. . . . 3,481				
d	Excess from 2010. . . . 0				
e	Excess from 2011. . . . 0				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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

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

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

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

THOMAS L GEGAX
PO BOX 16323
MINNEAPOLIS, MN 55416
(612) 915-1112

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

NONE

c Any submission deadlines

NONE

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

NONE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				38,554
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion 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	2	
4 Dividends and interest from securities. . . .			14	37,810	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	-41,325	
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). .				-3,513	

13 **Total.** Add line 12, columns (b), (d), and (e). . . . . **13** -3,513

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2012-11-06	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

		Date	Check if self-employed ☐	PTIN
Preparer's Signature	RICHARD F FLORADAY JR	2012-11-06		
Firm's name	THOMSON REUTERS TAX & ACCOUNTING		Firm's EIN	
Firm's address	6135 TRUST DRIVE SUITE 118 HOLLAND, OH 43528		Phone no (419) 861-2300	

May the IRS discuss this return with the preparer shown above? See instructions ☑ Yes ☐ No

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
192 79 ALTERNATIVE LN TR RESECURITIZATI CMO 6 2		2006-08-23	2011-01-25
208 33 ALTERNATIVE LN TR RESECURITIZATI CMO 6 2		2006-08-23	2011-02-25
51 58 ALTERNATIVE LN TR RESECURITIZATI CMO 6 2		2006-08-23	2011-03-25
220 95 ALTERNATIVE LN TR RESECURITIZATI CMO 6 2		2006-08-23	2011-04-25
67 8 ALTERNATIVE LN TR RESECURITIZATI CMO 6 2		2006-08-23	2011-05-25
72 53 ALTERNATIVE LN TR RESECURITIZATI CMO 6 2		2006-08-23	2011-06-27
188 45 ALTERNATIVE LN TR RESECURITIZATI CMO 6 2		2006-08-23	2011-07-25
81 99 ALTERNATIVE LN TR RESECURITIZATI CMO 6 2		2006-08-23	2011-08-25
114 53 ALTERNATIVE LN TR RESECURITIZATI CMO 6 2		2006-08-23	2011-09-26
142 29 ALTERNATIVE LN TR RESECURITIZATI CMO 6 2		2006-08-23	2011-10-25
84 47 ALTERNATIVE LN TR RESECURITIZATI CMO 6 2		2006-08-23	2011-12-27
1910 43 BANC OF AMER FDG CORP CMO 5 5% 08/25/203		2009-08-12	2011-01-25
947 89 BANC OF AMER FDG CORP CMO 5 5% 08/25/203		2009-08-12	2011-02-25
443 34 BANC OF AMER FDG CORP CMO 5 5% 08/25/203		2009-08-12	2011-03-25
908 31 BANC OF AMER FDG CORP CMO 5 5% 08/25/203		2009-08-12	2011-04-25
1267 1 BANC OF AMER FDG CORP CMO 5 5% 08/25/203		2009-08-12	2011-05-25
59 79 BANC OF AMER FDG CORP CMO 5 5% 08/25/203		2009-08-12	2011-06-27
861 19 BANC OF AMER FDG CORP CMO 5 5% 08/25/203		2009-08-12	2011-07-25
463 07 BANC OF AMER FDG CORP CMO 5 5% 08/25/203		2009-08-12	2011-08-25
174 36 BANC OF AMER FDG CORP CMO 5 5% 08/25/203		2009-08-12	2011-09-26
56 81 BANC OF AMER FDG CORP CMO 5 5% 08/25/203		2009-08-12	2011-10-25
291 47 BANC OF AMER FDG CORP CMO 5 5% 08/25/203		2009-08-12	2011-11-25
705 58 BANC OF AMER FDG CORP CMO 5 5% 08/25/203		2009-08-12	2011-12-27
669 68 BANC AMER ALTERNATIVE LN TR CMO 5 5% 03/		2010-10-26	2011-01-25
213 93 BANC AMER ALTERNATIVE LN TR CMO 5 5% 03/		2010-10-26	2011-02-25
302 8 BANC AMER ALTERNATIVE LN TR CMO 5 5% 03/		2010-10-26	2011-03-25
291 53 BANC AMER ALTERNATIVE LN TR CMO 5 5% 03/		2010-10-26	2011-04-25
225 28 BANC AMER ALTERNATIVE LN TR CMO 5 5% 03/		2010-10-26	2011-05-25
165 48 BANC AMER ALTERNATIVE LN TR CMO 5 5% 03/		2010-10-26	2011-06-27
493 66 BANC AMER ALTERNATIVE LN TR CMO 5 5% 03/		2010-10-26	2011-07-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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413 81 BANC AMER ALTERNATIVE LN TR CMO 5 5% 03/		2010-10-26	2011-08-25
166 37 BANC AMER ALTERNATIVE LN TR CMO 5 5% 03/		2010-10-26	2011-09-26
183 89 BANC AMER ALTERNATIVE LN TR CMO 5 5% 03/		2010-10-26	2011-10-25
447 79 BANC AMER ALTERNATIVE LN TR CMO 5 5% 03/		2010-10-26	2011-11-25
184 47 BANC AMER ALTERNATIVE LN TR CMO 5 5% 03/		2010-10-26	2011-12-27
815 59 BANC AMER FDG 2007-2 TR MTG PASSTHRU CTF CL 1-A-7 CMO 5 75% 03/		2011-04-19	2011-05-25
569 77 BANC AMER FDG 2007-2 TR MTG PASSTHRU CTF CL 1-A-7 CMO 5 75% 03/		2011-04-19	2011-06-27
815 59 BANC AMER FDG 2007-2 TR MTG PASSTHRU CTF CL 1-A-7 CMO 5 75% 03/		2011-04-19	2011-07-25
815 59 BANC AMER FDG 2007-2 TR MTG PASSTHRU CTF CL 1-A-7 CMO 5 75% 03/		2011-04-19	2011-08-25
815 59 BANC AMER FDG 2007-2 TR MTG PASSTHRU CTF CL 1-A-7 CMO 5 75% 03/		2011-04-19	2011-09-26
815 59 BANC AMER FDG 2007-2 TR MTG PASSTHRU CTF CL 1-A-7 CMO 5 75% 03/		2011-04-19	2011-10-25
815 59 BANC AMER FDG 2007-2 TR MTG PASSTHRU CTF CL 1-A-7 CMO 5 75% 03/		2011-04-19	2011-11-25
815 59 BANC AMER FDG 2007-2 TR MTG PASSTHRU CTF CL 1-A-7 CMO 5 75% 03/		2011-04-19	2011-12-27
256 57 CMALT CITIMORTGAGE ALTERNATIVE L CMO 5 5		2008-05-21	2011-01-25
817 13 CMALT CITIMORTGAGE ALTERNATIVE L CMO 5 5		2008-05-21	2011-02-25
1155 23 CMALT CITIMORTGAGE ALTERNATIVE L CMO 5 5		2008-05-21	2011-03-25
238 42 CMALT CITIMORTGAGE ALTERNATIVE L CMO 5 5		2008-05-21	2011-04-25
777 21 CMALT CITIMORTGAGE ALTERNATIVE L CMO 5 5		2008-05-21	2011-05-25
247 17 CMALT CITIMORTGAGE ALTERNATIVE L CMO 5 5		2008-05-21	2011-06-27
335 34 CMALT CITIMORTGAGE ALTERNATIVE L CMO 5 5		2008-05-21	2011-07-25
1110 32 CMALT CITIMORTGAGE ALTERNATIVE L CMO 5 5		2008-05-21	2011-08-25
246 57 CMALT CITIMORTGAGE ALTERNATIVE L CMO 5 5		2008-05-21	2011-09-26
241 81 CMALT CITIMORTGAGE ALTERNATIVE L CMO 5 5		2008-05-21	2011-10-25
240 36 CMALT CITIMORTGAGE ALTERNATIVE L CMO 5 5		2008-05-21	2011-11-25
1577 44 CMALT CITIMORTGAGE ALTERNATIVE L CMO 5 5		2008-05-21	2011-12-27
4522 05 COUNTRYWIDE ALTERNATE LOAN INC CMO 5 25%		2010-06-25	2011-01-25
1721 34 COUNTRYWIDE ALTERNATE LOAN INC CMO 5 25%		2010-06-25	2011-02-25
2885 58 COUNTRYWIDE ALTERNATE LOAN INC CMO 5 25%		2010-06-25	2011-03-25
691 41 COUNTRYWIDE ALTERNATE LOAN INC CMO 5 25%		2010-06-25	2011-04-25
2966 24 COUNTRYWIDE ALTERNATE LOAN INC CMO 5 25%		2010-06-25	2011-05-25

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1375 38 COUNTRYWIDE ALTERNATE LOAN INC CMO 5 25%		2010-06-25	2011-06-27
1535 67 COUNTRYWIDE ALTERNATE LOAN INC CMO 5 25%		2010-06-25	2011-07-25
4375 22 COUNTRYWIDE ALTERNATE LOAN INC CMO 5 25%		2010-06-25	2011-08-25
2286 49 COUNTRYWIDE ALTERNATE LOAN INC CMO 5 25%		2010-06-25	2011-09-26
1905 17 COUNTRYWIDE ALTERNATE LOAN INC CMO 5 25%		2010-06-25	2011-10-25
883 52 COUNTRYWIDE ALTERNATE LOAN INC CMO 5 25%		2010-06-25	2011-11-25
762 83 COUNTRYWIDE ALTERNATE LOAN INC CMO 5 25%		2010-06-25	2011-12-27
215 98 CHASE MTG 2005-S2 MC MTG PASSTHRU CTF CL A-25 CMO 5 5% 10/25/20		2011-07-27	2011-11-03
247 62 CHASE MTG 2005-S2 MC MTG PASSTHRU CTF CL A-25 CMO 5 5% 10/25/20		2011-07-27	2011-11-03
234 73 CHASE MTG 2005-S2 MC MTG PASSTHRU CTF CL A-25 CMO 5 5% 10/25/20		2011-07-27	2011-11-28
182 27 CHASE MTG 2005-S2 MC MTG PASSTHRU CTF CL A-25 CMO 5 5% 10/25/20		2011-07-27	2011-12-27
2241 79 CHL MTG PASS-THROUGH TR 2006-17 CMO 6% 1		2009-03-17	2011-01-25
2227 53 CHL MTG PASS-THROUGH TR 2006-17 CMO 6% 1		2009-03-17	2011-02-25
2213 37 CHL MTG PASS-THROUGH TR 2006-17 CMO 6% 1		2009-03-17	2011-03-25
89 95 CHL MTG PASS-THROUGH TR 2006-17 CMO 6% 1		2009-03-17	2011-04-26
1000 CREDIT SUISSE FIRST BOSTON MTG SER 2005-4 CL 3A4 CMO 5% 06/25/20		2005-04-12	2011-01-26
1000 CREDIT SUISSE FIRST BOSTON MTG SER 2005-4 CL 3A4 CMO 5% 06/25/20		2005-04-12	2011-02-28
1000 CREDIT SUISSE FIRST BOSTON MTG SER 2005-4 CL 3A4 CMO 5% 06/25/20		2005-04-12	2011-03-28
1000 CREDIT SUISSE FIRST BOSTON MTG SER 2005-4 CL 3A4 CMO 5% 06/25/20		2005-04-12	2011-04-26
295 4 CREDIT SUISSE FIRST BOSTON MTG SER 2005-4 CL 3A4 CMO 5% 06/25/20		2005-04-12	2011-11-29
1000 CREDIT SUISSE FIRST BOSTON MTG SER 2005-4 CL 3A4 CMO 5% 06/25/20		2005-04-12	2011-12-28
479 18 CREDIT SUISSE FIRST BOSTON MTG CMO SER 2003 1 CL 1A1 7% 02/25/2		2011-08-02	2011-09-26
235 35 CREDIT SUISSE FIRST BOSTON MTG CMO SER 2003 1 CL 1A1 7% 02/25/2		2011-08-02	2011-10-25
237 64 CREDIT SUISSE FIRST BOSTON MTG CMO SER 2003 1 CL 1A1 7% 02/25/2		2011-08-02	2011-11-25
57 55 CREDIT SUISSE FIRST BOSTON MTG CMO SER 2003 1 CL 1A1 7% 02/25/20		2011-08-02	2011-12-27
483 38 CSMC MTG BACKED TR 2006-7 CMO 5 75% 08/2		2006-12-04	2011-04-25
84 07 CSMC MTG BACKED TR 2006-7 CMO 5 75% 08/2		2006-12-04	2011-05-25
240 07 CSMC MTG BACKED TR 2006-7 CMO 5 75% 08/2		2006-12-04	2011-06-27
561 83 CSMC MTG BACKED TR 2006-7 CMO 5 75% 08/2		2006-12-04	2011-07-25
240 25 CSMC MTG BACKED TR 2006-7 CMO 5 75% 08/2		2006-12-04	2011-08-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
185 19 CSMC MTG BACKED TR 2006-7 CMO 5 75% 08/2		2006-12-04	2011-09-26
782 03 CSMC MTG BACKED TR 2006-7 CMO 5 75% 08/2		2006-12-04	2011-10-25
415 48 CSMC MTG BACKED TR 2006-7 CMO 5 75% 08/2		2006-12-04	2011-11-30
796 2 CSMC MTG BACKED TR 2006-7 CMO 5 75% 08/2		2006-12-04	2011-12-27
100 DIGI INTL INC		2006-07-06	2011-04-26
35 DIGI INTL INC		2006-07-06	2011-04-26
100 DIGI INTL INC		2006-07-06	2011-04-26
100 DIGI INTL INC		2006-07-06	2011-04-26
200 DIGI INTL INC		2006-07-06	2011-04-26
100 DIGI INTL INC		2006-07-06	2011-04-26
765 DIGI INTL INC		2006-07-06	2011-04-26
100 DIGI INTL INC		2006-07-06	2011-04-26
100 DIGI INTL INC		2010-01-05	2011-07-25
100 DIGI INTL INC		2010-01-05	2011-07-25
1100 DIGI INTL INC		2010-01-05	2011-07-25
100 DIGI INTL INC		2010-01-05	2011-07-25
100 DIGI INTL INC		2010-01-05	2011-07-25
1000 FEDERAL HOME LN MTG CORP CMO SER 2973 CL JJ 5 25% 10/15/2033		2005-05-23	2011-01-18
1000 FEDERAL HOME LN MTG CORP CMO SER 2973 CL JJ 5 25% 10/15/2033		2005-05-23	2011-08-15
1439 54 FIRST HORIZON CMO I-A-4 5 5% 03/25/2035		2010-09-27	2011-01-25
557 39 FIRST HORIZON CMO I-A-4 5 5% 03/25/2035		2010-09-27	2011-02-25
945 7 FIRST HORIZON CMO I-A-4 5 5% 03/25/2035		2010-09-27	2011-03-25
834 03 FIRST HORIZON CMO I-A-4 5 5% 03/25/2035		2010-09-27	2011-04-25
200 95 FIRST HORIZON CMO I-A-4 5 5% 03/25/2035		2010-09-27	2011-05-25
618 46 FIRST HORIZON CMO I-A-4 5 5% 03/25/2035		2010-09-27	2011-06-27
301 29 FIRST HORIZON CMO I-A-4 5 5% 03/25/2035		2010-09-27	2011-07-25
324 26 FIRST HORIZON CMO I-A-4 5 5% 03/25/2035		2010-09-27	2011-08-25
240 89 FIRST HORIZON CMO I-A-4 5 5% 03/25/2035		2010-09-27	2011-09-26
252 04 FIRST HORIZON CMO I-A-4 5 5% 03/25/2035		2010-09-27	2011-10-25
427 7 FIRST HORIZON CMO I-A-4 5 5% 03/25/2035		2010-09-27	2011-11-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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401 26 FIRST HORIZON CMO I-A-4 5 5% 03/25/2035		2010-09-27	2011-12-27
641 11 FIRST HORIZON CMO 5% 08/25/2035		2009-11-09	2011-01-25
323 62 FIRST HORIZON CMO 5% 08/25/2035		2009-11-09	2011-02-25
278 23 FIRST HORIZON CMO 5% 08/25/2035		2009-11-09	2011-03-25
167 84 FIRST HORIZON CMO 5% 08/25/2035		2009-11-09	2011-04-25
463 9 FIRST HORIZON CMO 5% 08/25/2035		2009-11-09	2011-05-25
409 71 FIRST HORIZON CMO 5% 08/25/2035		2009-11-09	2011-06-27
251 93 FIRST HORIZON CMO 5% 08/25/2035		2009-11-09	2011-07-25
473 12 FIRST HORIZON CMO 5% 08/25/2035		2009-11-09	2011-08-25
372 88 FIRST HORIZON CMO 5% 08/25/2035		2009-11-09	2011-09-26
496 22 FIRST HORIZON CMO 5% 08/25/2035		2009-11-09	2011-10-25
277 21 FIRST HORIZON CMO 5% 08/25/2035		2009-11-09	2011-11-25
250 6 FIRST HORIZON CMO 5% 08/25/2035		2009-11-09	2011-12-27
5165 215 HARTFORD MUT FDS INC CAP APPREC A		2006-11-29	2011-02-08
197 01 INDYMAC MBS INC CMO A-1 5 5% 07/25/2035		2011-08-25	2011-09-26
20 42 INDYMAC MBS INC CMO A-1 5 5% 07/25/2035		2011-08-25	2011-10-25
406 31 INDYMAC MBS INC CMO A-1 5 5% 07/25/2035		2011-08-25	2011-11-25
161 25 INDYMAC MBS INC CMO A-1 5 5% 07/25/2035		2011-08-25	2011-12-27
377 09 J P MORGAN MTG TR 2007-S3 CMO 6% 08/25/2		2008-06-10	2011-01-25
268 43 J P MORGAN MTG TR 2007-S3 CMO 6% 08/25/2		2008-06-10	2011-02-25
213 83 J P MORGAN MTG TR 2007-S3 CMO 6% 08/25/2		2008-06-10	2011-03-25
276 36 J P MORGAN MTG TR 2007-S3 CMO 6% 08/25/2		2008-06-10	2011-04-25
150 27 J P MORGAN MTG TR 2007-S3 CMO 6% 08/25/2		2008-06-10	2011-05-25
198 26 J P MORGAN MTG TR 2007-S3 CMO 6% 08/25/2		2008-06-10	2011-06-27
201 56 J P MORGAN MTG TR 2007-S3 CMO 6% 08/25/2		2008-06-10	2011-07-25
188 68 J P MORGAN MTG TR 2007-S3 CMO 6% 08/25/2		2008-06-10	2011-08-25
263 17 J P MORGAN MTG TR 2007-S3 CMO 6% 08/25/2		2008-06-10	2011-09-26
197 81 J P MORGAN MTG TR 2007-S3 CMO 6% 08/25/2		2008-06-10	2011-10-25
156 01 J P MORGAN MTG TR 2007-S3 CMO 6% 08/25/2		2008-06-10	2011-11-25
164 12 J P MORGAN MTG TR 2007-S3 CMO 6% 08/25/2		2008-06-10	2011-12-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
2361 42 RESIDENTIAL FUNDING MTG SECS I CMO 5 5%		2011-01-26	2011-02-25
741 82 RESIDENTIAL FUNDING MTG SECS I CMO 5 5%		2011-01-26	2011-03-25
277 23 RESIDENTIAL FUNDING MTG SECS I CMO 5 5%		2011-01-26	2011-04-25
1668 12 RESIDENTIAL FUNDING MTG SECS I CMO 5 5%		2011-01-26	2011-05-25
3097 35 RESIDENTIAL FUNDING MTG SECS I CMO 5 5%		2011-01-26	2011-06-27
518 36 RESIDENTIAL FUNDING MTG SECS I CMO 5 5%		2011-01-26	2011-07-25
69 06 RESIDENTIAL FUNDING MTG SECS I CMO 5 5%		2011-01-26	2011-08-25
650 91 RESIDENTIAL FUNDING MTG SECS I CMO 5 5%		2011-01-26	2011-09-26
2052 85 RESIDENTIAL FUNDING MTG SECS I CMO 5 5%		2011-01-26	2011-10-25
3053 16 RESIDENTIAL FUNDING MTG SECS I CMO 5 5%		2011-01-26	2011-11-25
962 27 RESIDENTIAL FUNDING MTG SECS I CMO 5 5%		2011-01-26	2011-12-27
2859 27 RFMSI SER 2007-S6 TR CMO 6% 06/25/2037		2009-01-05	2011-01-25
1092 54 RFMSI SER 2007-S6 TR CMO 6% 06/25/2037		2009-01-05	2011-02-25
539 68 RFMSI SER 2007-S6 TR CMO 6% 06/25/2037		2009-01-05	2011-03-25
1363 36 RFMSI SER 2007-S6 TR CMO 6% 06/25/2037		2009-01-05	2011-04-25
1543 68 RFMSI SER 2007-S6 TR CMO 6% 06/25/2037		2009-01-05	2011-05-25
1525 68 RFMSI SER 2007-S6 TR CMO 6% 06/25/2037		2009-01-05	2011-06-27
1005 64 RFMSI SER 2007-S6 TR CMO 6% 06/25/2037		2009-01-05	2011-07-25
311 12 RFMSI SER 2007-S6 TR CMO 6% 06/25/2037		2009-01-05	2011-08-25
1828 99 RFMSI SER 2007-S6 TR CMO 6% 06/25/2037		2009-01-05	2011-09-26
948 54 RFMSI SER 2007-S6 TR CMO 6% 06/25/2037		2009-01-05	2011-10-25
1831 02 RFMSI SER 2007-S6 TR CMO 6% 06/25/2037		2009-01-05	2011-11-25
622 17 RFMSI SER 2007-S6 TR CMO 6% 06/25/2037		2009-01-05	2011-12-27
813 25 WASHINGTON MUTUAL CMO 5 5% 08/25/2035		2010-06-03	2011-01-25
813 25 WASHINGTON MUTUAL CMO 5 5% 08/25/2035		2010-06-03	2011-02-25
813 25 WASHINGTON MUTUAL CMO 5 5% 08/25/2035		2010-06-03	2011-03-25
813 25 WASHINGTON MUTUAL CMO 5 5% 08/25/2035		2010-06-03	2011-04-25
382 67 WASHINGTON MUTUAL CMO 5 5% 08/25/2035		2010-06-03	2011-05-25
716 4 WASHINGTON MUTUAL CMO 5 5% 08/25/2035		2010-06-03	2011-06-27
55 83 WASHINGTON MUTUAL CMO 5 5% 08/25/2035		2010-06-03	2011-07-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
813 25 WASHINGTON MUTUAL CMO 5 5% 08/25/2035		2010-06-03	2011-08-25
163 46 WASHINGTON MUTUAL CMO 5 5% 08/25/2035		2010-06-03	2011-09-26
136 23 WASHINGTON MUTUAL CMO 5 5% 08/25/2035		2010-06-03	2011-10-25
500 86 WASHINGTON MUTUAL CMO 5 5% 08/25/2035		2010-06-03	2011-11-25
813 25 WASHINGTON MUTUAL CMO 5 5% 08/25/2035		2010-06-03	2011-12-27
177 1 WELLS FARGO MTG BACKED SECS 2005 CMO 5 5		2011-09-27	2011-10-25
164 46 WELLS FARGO MTG BACKED SECS 2005 CMO 5 5		2011-09-27	2011-11-25
374 53 WELLS FARGO MTG BACKED SECS 2005 CMO 5 5		2011-09-27	2011-12-27
491 63 WELLS FARGO MTG BACKED SECS 2007 CMO 6%		2011-03-03	2011-04-25
453 04 WELLS FARGO MTG BACKED SECS 2007 CMO 6%		2011-03-03	2011-05-25
437 24 WELLS FARGO MTG BACKED SECS 2007 CMO 6%		2011-03-03	2011-06-27
342 47 WELLS FARGO MTG BACKED SECS 2007 CMO 6%		2011-03-03	2011-07-25
539 08 WELLS FARGO MTG BACKED SECS 2007 CMO 6%		2011-03-03	2011-08-25
450 71 WELLS FARGO MTG BACKED SECS 2007 CMO 6%		2011-03-03	2011-09-26
402 22 WELLS FARGO MTG BACKED SECS 2007 CMO 6%		2011-03-03	2011-10-25
329 02 WELLS FARGO MTG BACKED SECS 2007 CMO 6%		2011-03-03	2011-11-25
410 99 WELLS FARGO MTG BACKED SECS 2007 CMO 6%		2011-03-03	2011-12-27
1760 WELLS FARGO MTG BACKED SECS 2007 CMO 6 2		2009-06-08	2011-01-25
1667 35 WELLS FARGO MTG BACKED SECS 2007 CMO 6 2		2009-06-08	2011-02-25
1272 78 WELLS FARGO MTG BACKED SECS 2007 CMO 6 2		2009-06-08	2011-03-25
1760 WELLS FARGO MTG BACKED SECS 2007 CMO 6 2		2009-06-08	2011-04-25
1760 WELLS FARGO MTG BACKED SECS 2007 CMO 6 2		2009-06-08	2011-05-25
1760 WELLS FARGO MTG BACKED SECS 2007 CMO 6 2		2009-06-08	2011-06-27
1760 WELLS FARGO MTG BACKED SECS 2007 CMO 6 2		2009-06-08	2011-07-25
1191 03 WELLS FARGO MTG BACKED SECS 2007 CMO 6 2		2009-06-08	2011-08-25
1750 83 WELLS FARGO MTG BACKED SECS 2007 CMO 6 2		2009-06-08	2011-09-26
1760 WELLS FARGO MTG BACKED SECS 2007 CMO 6 2		2009-06-08	2011-10-25
1052 64 WELLS FARGO MTG BACKED SECS 2007 CMO 6 2		2009-06-08	2011-11-25
1760 WELLS FARGO MTG BACKED SECS 2007 CMO 6 2		2009-06-08	2011-12-27
1901 17 WELLS FARGO MTG BACKED SECS 2006 CMO 5 7		2010-08-23	2011-01-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
2532 77 WELLS FARGO MTG BACKED SECS 2006 CMO 5 7		2010-08-23	2011-02-25
1797 62 WELLS FARGO MTG BACKED SECS 2006 CMO 5 7		2010-08-23	2011-03-25
2260 44 WELLS FARGO MTG BACKED SECS 2006 CMO 5 7		2010-08-23	2011-04-25
751 82 WELLS FARGO MTG BACKED SECS 2006 CMO 5 7		2010-08-23	2011-05-25
1106 82 WELLS FARGO MTG BACKED SECS 2006 CMO 5 7		2010-08-23	2011-06-27
1198 98 WELLS FARGO MTG BACKED SECS 2006 CMO 5 7		2011-07-06	2011-07-27
1277 8955 WELLS FARGO MTG BACKED SECS 2006 CMO 5 7		2010-08-23	2011-08-25
633 0945 WELLS FARGO MTG BACKED SECS 2006 CMO 5 7		2011-07-06	2011-08-25
564 2654 WELLS FARGO MTG BACKED SECS 2006 CMO 5 7		2011-07-06	2011-09-26
1138 9646 WELLS FARGO MTG BACKED SECS 2006 CMO 5 7		2010-08-23	2011-09-26
499 7 WELLS FARGO MTG BACKED SECS 2006 CMO 5 7		2011-07-06	2011-10-25
1008 64 WELLS FARGO MTG BACKED SECS 2006 CMO 5 7		2010-08-23	2011-10-25
1131 4884 WELLS FARGO MTG BACKED SECS 2006 CMO 5 7		2010-08-23	2011-11-25
560 5616 WELLS FARGO MTG BACKED SECS 2006 CMO 5 7		2011-07-06	2011-11-25
1338 2732 WELLS FARGO MTG BACKED SECS 2006 CMO 5 7		2010-08-23	2011-12-27
663 0068 WELLS FARGO MTG BACKED SECS 2006 CMO 5 7		2011-07-06	2011-12-27
3647 24 WELLS FARGO MTG BACKED SECS 2006 CMO 6%		2008-09-02	2011-01-25
4549 98 WELLS FARGO MTG BACKED SECS 2006 CMO 6%		2008-09-02	2011-02-25
2698 88 WELLS FARGO MTG BACKED SECS 2006 CMO 6%		2008-09-02	2011-03-25
3217 98 WELLS FARGO MTG BACKED SECS 2006 CMO 6%		2008-09-02	2011-04-25
2541 26 WELLS FARGO MTG BACKED SECS 2006 CMO 6%		2008-09-02	2011-05-25
2232 5 WELLS FARGO MTG BACKED SECS 2006 CMO 6%		2008-09-02	2011-06-27
2035 72 WELLS FARGO MTG BACKED SECS 2006 CMO 6%		2008-09-02	2011-07-25
2262 12 WELLS FARGO MTG BACKED SECS 2006 CMO 6%		2008-09-02	2011-08-25
1380 82 WELLS FARGO MTG BACKED SECS 2006 CMO 6%		2008-09-02	2011-09-26
1248 75 WELLS FARGO MTG BACKED SECS 2006 CMO 6%		2008-09-02	2011-10-25
2569 86 WELLS FARGO MTG BACKED SECS 2006 CMO 6%		2008-09-02	2011-11-25
1879 84 WELLS FARGO MTG BACKED SECS 2006 CMO 6%		2008-09-02	2011-12-27
3000 WORLDCOM INC GA NEW MCI GROUP		2001-11-28	2011-07-11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
193		193	
208		208	
52		52	
221		221	
68		68	
73		73	
188		188	
82		82	
115		115	
142		142	
84		84	
1,910		1,824	86
948		905	43
443		423	20
908		867	41
1,267		1,210	57
60		57	3
861		822	39
463		442	21
174		167	7
57		54	3
291		278	13
706		674	32
670		668	2
214		213	1
303		302	1
292		291	1
225		225	
165		165	
494		492	2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
414		413	1
166		166	
184		183	1
448		447	1
184		184	
816		772	44
570		540	30
816		772	44
816		772	44
816		772	44
816		772	44
816		772	44
816		772	44
257		252	5
817		803	14
1,155		1,136	19
238		234	4
777		764	13
247		243	4
335		330	5
1,110		1,091	19
247		242	5
242		238	4
240		236	4
1,577		1,551	26
4,522		4,461	61
1,721		1,698	23
2,886		2,847	39
691		682	9
2,966		2,926	40

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,375		1,357	18
1,536		1,515	21
4,375		4,316	59
2,286		2,256	30
1,905		1,880	25
884		872	12
763		753	10
216		212	4
248		243	5
235		230	5
182		179	3
2,242		2,060	182
2,228		2,047	181
2,213		2,034	179
90		83	7
1,000		729	271
1,000		729	271
1,000		729	271
1,000		729	271
1,000		126	874
1,000		425	575
479		479	
235		235	
238		238	
58		58	
483		483	
84		84	
240		240	
562		562	
240		240	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
185		185	
782		782	
415		415	
796		796	
1,184		1,401	-217
395		490	-95
1,187		1,401	-214
1,186		1,401	-215
2,364		2,803	-439
1,186		1,401	-215
9,115		10,720	-1,605
1,143		1,401	-258
1,419		1,033	386
1,452		975	477
16,066		10,671	5,395
1,470		966	504
1,474		954	520
1,000		1,008	-8
1,000		1,008	-8
1,440		1,422	18
557		550	7
946		934	12
834		824	10
201		198	3
618		611	7
301		298	3
324		320	4
241		238	3
252		249	3
428		422	6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
401		396	5
641		539	102
324		272	52
278		234	44
168		141	27
464		390	74
410		344	66
252		212	40
473		397	76
373		313	60
496		417	79
277		233	44
251		211	40
187,291		209,753	-22,462
197		189	8
20		20	
406		389	17
161		154	7
377		375	2
268		267	1
214		213	1
276		275	1
150		150	
198		197	1
202		201	1
189		188	1
263		262	1
198		197	1
156		155	1
164		163	1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,361		2,335	26
742		733	9
277		274	3
1,668		1,649	19
3,097		3,063	34
518		513	5
69		68	1
651		644	7
2,053		2,030	23
3,053		3,019	34
962		951	11
2,859		2,314	545
1,093		884	209
540		437	103
1,363		1,103	260
1,544		1,249	295
1,526		1,235	291
1,006		814	192
311		252	59
1,829		1,480	349
949		768	181
1,831		1,482	349
622		503	119
813		732	81
813		732	81
813		732	81
813		732	81
383		344	39
716		645	71
56		50	6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
813		732	81
163		147	16
136		123	13
501		451	50
813		732	81
177		174	3
164		161	3
375		367	8
492		489	3
453		451	2
437		435	2
342		341	1
539		536	3
451		448	3
402		400	2
329		327	2
411		409	2
1,760		1,483	277
1,667		1,405	262
1,273		1,072	201
1,760		1,483	277
1,760		1,483	277
1,760		1,483	277
1,760		1,483	277
1,191		1,003	188
1,751		1,475	276
1,760		1,483	277
1,053		887	166
1,760		1,483	277
1,901		1,835	66

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,533		2,444	89
1,798		1,735	63
2,260		2,181	79
752		726	26
1,107		1,068	39
1,199		1,163	36
1,278		1,233	45
633		620	13
564		553	11
1,139		1,099	40
500		490	10
1,009		973	36
1,131		1,092	39
561		549	12
1,338		1,291	47
663		650	13
3,647		3,278	369
4,550		4,089	461
2,699		2,426	273
3,218		2,892	326
2,541		2,284	257
2,233		2,006	227
2,036		1,830	206
2,262		2,033	229
1,381		1,241	140
1,249		1,122	127
2,570		2,310	260
1,880		1,690	190
		42,890	-42,890

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			86
			43
			20
			41
			57
			3
			39
			21
			7
			3
			13
			32
			2
			1
			1
			1
			2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1
			1
			1
			44
			30
			44
			44
			44
			44
			44
			44
			5
			14
			19
			4
			13
			4
			5
			19
			5
			4
			4
			26
			61
			23
			39
			9
			40

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			18
			21
			59
			30
			25
			12
			10
			4
			5
			5
			3
			182
			181
			179
			7
			271
			271
			271
			271
			874
			575

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-217
			-95
			-214
			-215
			-439
			-215
			-1,605
			-258
			386
			477
			5,395
			504
			520
			-8
			-8
			18
			7
			12
			10
			3
			7
			3
			4
			3
			3
			6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			5
			102
			52
			44
			27
			74
			66
			40
			76
			60
			79
			44
			40
			-22,462
			8
			17
			7
			2
			1
			1
			1
			1
			1
			1
			1
			1
			1
			1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			26
			9
			3
			19
			34
			5
			1
			7
			23
			34
			11
			545
			209
			103
			260
			295
			291
			192
			59
			349
			181
			349
			119
			81
			81
			81
			81
			39
			71
			6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			81
			16
			13
			50
			81
			3
			3
			8
			3
			2
			2
			1
			3
			3
			2
			2
			2
			277
			262
			201
			277
			277
			277
			277
			188
			276
			277
			166
			277
			66

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			89
			63
			79
			26
			39
			36
			45
			13
			11
			40
			10
			36
			39
			12
			47
			13
			369
			461
			273
			326
			257
			227
			206
			229
			140
			127
			260
			190
			-42,890

Form 990PF Part XV Line 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*				
AMERICAN CANCER SOCIETYPO BOX 22718 OKLAHOMA CITY, OK 73123	NONE	EXEMPT	SUPPORT	100
FIRST COMMUNITY RECOVERY CHURCH1220 LOGAN AVENUE NORTH MINNEAPOLIS, MN 55411	NONE	EXEMPT	SUPPORT	8,000
CONGREGATION BNAI JESHURUN 2109 BROADWAY SUITE 203 NEW YORK, NY 10023	NONE	EXEMPT	SUPPORT	2,900
FIRST UNIVERSALIST CHURH3400 DUPONT AVENUE SOUTH MINNEAPOLIS, MN 55408	NONE	EXEMPT	SUPPORT	1,000
GIRL SCOUTS OF THE UNITED STATES OF AMERICA420 5TH AVENUE NEW YORK, NY 10018	NONE	EXEMPT	SUPPORT	126
WATERKEEPER ALLIANCE50 SOUTH BUCKHOUT STREET SUITE 302 IRVINGTON, NY 10533	NONE	EXEMPT	SUPPORT	11,000
GROWTH & JUSTICE2324 UNIVERSITY AVENUE WEST STE 201 SAINT PAUL, MN 55114	NONE	EXEMPT	SUPPORT	1,000
JUST LIKE MY CHILD FOUNDATION PO BOX 22025 SAN DIEGO, CA 92192	NONE	EXEMPT	SUPPORT	1,700
BOBBY & STEVES AUTO WORLD YOUTH FOUNDATION4445 W 77TH ST SUITE 240 EDINA, MN 55435	NONE	EXEMPT	SUPPORT	550
CENTER FOR SCIENCE IN THE PUBLIC INTEREST1220 L ST MW SUITE 300 WASHINGTON, DC 20005	NONE	EXEMPT	SUPPORT	3,000
MINNPOST900 6TH AVENUE SE SUITE 220 MINNEAPOLIS, MN 55414	NONE	EXEMPT	SUPPORT	200
LA JOLLA PARK & REC7632 DRAPER AVENUE LA JOLLA, CA 92037	NONE	EXEMPT	SUPPORT	250
WELLSTONE ACTION FUND2446 UNIVERSITY AVENUE W SUITE 170 SAINT PAUL, MN 55114	NONE	EXEMPT	SUPPORT	1,000
JENNINGS COUNTY COMMUNITY FOUNDATION265 EAST MAIN STREET NORTH VERNON, IN 47265	NONE	EXEMPT	SUPPORT	500
WALKER ART CENTER1750 HENNEPIN AVENUE MINNEAPOLIS, MN 55403	NONE	EXEMPT	SUPPORT	75
HOSPITALITY HOUSE YOUTH DEVELOPMENTPO BOX 11008 1220 LOGAN AVENUE N MINNEAPOLIS, MN 55411	NONE	EXEMPT	SUPPORT	1,000
MINNESOTA CHILDRENS MUSEUM 10 7TH STREET W SAINT PAUL, MN 55012	NONE	EXEMPT	SUPPORT	53
PTA MINNESOTA CONGRESS4912 VINCENT AVEUNE S MINNEAPOLIS, MN 55410	NONE	EXEMPT	SUPPORT	1,000
OPEN ARMS OF MINNESOTA INC 2500 BLOOMINGTON AVENUE S MINNEAPOLIS, MN 55404	NONE	EXEMPT	SUPPORT	200
BILL & BONNIE DANIELS FIREFIGHTERS HALL & MUSEUM664 22ND AVENUE NE MINNEAPOLIS, MN 55418	NONE	EXEMPT	SUPPORT	300
HIGNLAWN MONTESSORI SCHOOL 3531 SOMERSET DRIVE PRAIRIE VILLAGE, KS 66208	NONE	EXEMPT	SUPPORT	1,000
ATLANTA HUMANE SOCIETY & SOCIETY FPR PREVENTION OF CREULTY TO ANIMAL981 HOWELL MILL ROAD NW ATLANTA, GA 30318	NONE	EXEMPT	SUPPORT	100
GIVING BACK TO AFRICA INCPO BOX 2328 BLOOMINGTON, IN 47402	NONE	EXEMPT	SUPPORT	2,000
US GLOBAL FOUNDATION INC200 E 61 STREET APT 12B NEW YORK, NY 10065	NONE	EXEMPT	SUPPORT	1,000
NEW ISRAEL FUND330 SEVENTH AVENUE 11TH FLOOR NEW YORK, NY 10001	NONE	EXEMPT	SUPPORT	500
Total . . . . ▶ **3a**				38,554

TY 2011 Investments Corporate Bonds Schedule

Name: GEGAX FAMILY FOUNDATION

EIN: 41-1989478

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ALTERNATIVE LN TR RESECURITIZA	12,815	7,236
BOA FDG CORP 5.5% 8/25/35	10,909	11,332
BOA ALTERNATIVE LN TR CMO 3/20	18,452	18,186
BOA FDG TR CMO 6% 8/36	19,300	19,847
CMALT CITIMORTGAGE ALT 1/22	28,087	25,407
COUNTRYWIDE ALT LOAN 8/35	4,383	4,422
CHL MTG PASS THROUGH 12/36		
CREDIT SUSSIE 6/35	943	1,940
CSMC MTG BACKED 8/36	21,212	16,527
FHLMC 10/33		
FIRST HORIZON CMO 3/35	42,149	36,874
FIRST HORIZON CMO 8/35	20,942	20,574
JP MORGAN MTG TR CMO 8/37	13,957	11,629
RFMSI SER 2007 CMO 6/37	86,109	80,471
WASHINGTON MUTUAL COM 8/35	14,894	14,573
WELLS FARGO MTG 7/37	30,812	34,008
WELLS FARGO MTG 5/36	27,078	26,137
WELLS FARGO MTG 9/36	3,889	4,311
APU CONVERTIBLE NOTE	25,000	25,000
WELLS FARGO MTG 10/25/35	17,808	18,737
WELLS FARGO MTG 10/25/37	20,800	19,257
BOA MTG SECS CMO 6/25/35	39,400	36,641
BOA TR MTG CMO 3/25/37	17,957	16,247
CHASE MTG CMO 10/25/35	3,997	3,948
CREDIT SUISSE MTG CMO 6/25/35	19,850	21,201
INDYMAC MBS CMO 7/25/35	23,182	21,544
RESIDENTIAL FD MT CMO 11/25/35	43,541	40,165

TY 2011 Investments Corporate Stock Schedule

Name: GEGAX FAMILY FOUNDATION

EIN: 41-1989478

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DIGI INTL INC		
HARTFORD CAPITAL APPREC FD CL		
WORLDCOM INC		
RBC - PACIFIC BOOKER	37,386	130,488
PIPER JAFFERY - PACIFIC BOOKER	12,614	44,028
SOLTA MEDICAL INC		
DRAGONWAVE INC	18,339	7,763
FRANKLIN MUTUAL DISCOVERY FD	186,000	165,709

TY 2011 Other Increases Schedule

Name: GEGAX FAMILY FOUNDATION

EIN: 41-1989478

Description	Amount
DIFFERENCE BETWEEN TAX AND ACCOUNTING INCOME	150

Additional Data

Software ID:	
Software Version:	
EIN:	41-1989478
Name:	GEGAX FAMILY FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description