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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

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

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation JOHANSEN, T H FAMILY FDN		A Employer identification number 41-6014249		
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A - PO Box 53456 MAC S4101-22G		Room/suite AZ 85072-3456		
City or town, state, and ZIP code Phoenix				
G Check all that apply		<input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		
H Check type of organization		<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
1 Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 803,332	J Accounting method	<input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))				
	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants etc received (attach schedule)				
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	18,552	18,552		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	2,362			
b Gross sales price for all assets on line 6a	64,925			
7 Capital gain net income (from Part IV, line 2)		2,362		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	0	0	0	
12 Total. Add lines 1 through 11	20,914	20,914	0	
13 Compensation of officers, directors, trustees, etc	7,017	5,262		1,754
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	999	0	0	999
c Other professional fees (attach schedule)	0	0	0	0
17 Interest				
18 Taxes (attach schedule) (see instructions)	612	354	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	25	0	0	25
24 Total operating and administrative expenses.	8,653	5,616	0	2,778
Add lines 13 through 23				
25 Contributions, gifts, grants paid	31,840			31,840
26 Total expenses and disbursements. Add lines 24 and 25	40,493	5,616	0	34,618
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-19,579			
b Net investment income (if negative, enter -0-)		15,298		
c Adjusted net income (if negative, enter -0-)			0	

Revenue APR 11 2012	1 Contributions, gifts, grants etc received (attach schedule)			
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B			
Operating and Administrative Expenses APR 26 2012	3 Interest on savings and temporary cash investments	0	0	
	4 Dividends and interest from securities	18,552	18,552	
	5 a Gross rents		0	
	b Net rental income or (loss)	0		
	6 a Net gain or (loss) from sale of assets not on line 10	2,362		
	b Gross sales price for all assets on line 6a	64,925		
	7 Capital gain net income (from Part IV, line 2)		2,362	
	8 Net short-term capital gain			
	9 Income modifications			
	10 a Gross sales less returns and allowances	0		
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	0	0	0	
12 Total. Add lines 1 through 11	20,914	20,914	0	
13 Compensation of officers, directors, trustees, etc	7,017	5,262		1,754
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	999	0	0	999
c Other professional fees (attach schedule)	0	0	0	0
17 Interest				
18 Taxes (attach schedule) (see instructions)	612	354	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	25	0	0	25
24 Total operating and administrative expenses.	8,653	5,616	0	2,778
Add lines 13 through 23				
25 Contributions, gifts, grants paid	31,840			31,840
26 Total expenses and disbursements. Add lines 24 and 25	40,493	5,616	0	34,618
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-19,579			
b Net investment income (if negative, enter -0-)		15,298		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

(H1A)

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Assets	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	
1	Cash—non-interest-bearing		0	0
2	Savings and temporary cash investments		22,943	18,102
3	Accounts receivable ►	0	0	0
	Less allowance for doubtful accounts ►	0	0	0
4	Pledges receivable ►	0	0	0
	Less allowance for doubtful accounts ►	0	0	0
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)		0	0
7	Other notes and loans receivable (attach schedule) ►	0		
	Less allowance for doubtful accounts ►	0	0	0
8	Inventories for sale or use		0	0
9	Prepaid expenses and deferred charges			0
10	a Investments—U S and state government obligations (attach schedule)		0	0
	b Investments—corporate stock (attach schedule)		0	0
	c Investments—corporate bonds (attach schedule)		0	0
11	Investments—land, buildings and equipment basis ►	0		
	Less accumulated depreciation (attach schedule) ►	0	0	0
12	Investments—mortgage loans			
13	Investments—other (attach schedule)		797,045	782,513
14	Land, buildings, and equipment basis ►	0		
	Less accumulated depreciation (attach schedule) ►	0	0	0
15	Other assets (describe ►)	0	0	0
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		819,988	800,615
				803,332
Liabilities	17	Accounts payable and accrued expenses	0	0
	18	Grants payable		
	19	Deferred revenue	0	0
20	Loans from officers, directors, trustees, and other disqualified persons		0	0
21	Mortgages and other notes payable (attach schedule)		0	0
22	Other liabilities (describe ►)	0	0	
23	Total liabilities (add lines 17 through 22)		0	0
Net Assets or Fund Balances	24	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>		
	25	and complete lines 24 through 26 and lines 30 and 31.		
	26	Unrestricted		
	27	Temporarily restricted		
	28	Permanently restricted		
	29	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>		
	30	and complete lines 27 through 31.		
	31	Capital stock, trust principal, or current funds	819,988	800,615
	32	Paid-in or capital surplus, or land, bldg , and equipment fund		
	33	Retained earnings, accumulated income, endowment, or other funds		
34	Total net assets or fund balances (see instructions)	819,988	800,615	
35	Total liabilities and net assets/fund balances (see instructions)	819,988	800,615	

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	819,988
2	Enter amount from Part I line 27a	2	-19,579
3	Other increases not included in line 2 (itemize) ► Mutual Fund & CTF Income Additions	3	1,218
4	Add lines 1, 2 and 3	4	801,627
5	Decreases not included in line 2 (itemize) ► Mutual Fund & CTF Income Subtraction	5	1,012
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II column (b), line 30	6	800,615

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g. real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo. day, yr.)	(d) Date sold (mo. day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 0	0	0	0	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a 0	0	0	0	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	2,362
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }		3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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	41,142	802,615	0 051260
2009	41,399	720,279	0 057476
2008	48,918	857,845	0 057024
2007	47,179	996,219	0 047358
2006	43,283	941,439	0 045975
2 Total of line 1, column (d)			2 0 259093
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 051819
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 840,135
5 Multiply line 4 by line 3			5 43,535
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 153
7 Add lines 5 and 6			7 43,688
8 Enter qualifying distributions from Part XII, line 4			8 34,618

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)1 a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1

Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

3 Add lines 1 and 2

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 206

b Exempt foreign organizations—tax withheld at source

6b

c Tax paid with application for extension of time to file (Form 8868)

6c 0

d Backup withholding erroneously withheld

6d

7 Total credits and payments. Add lines 6a through 6d

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 ►

11 0

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► WELLS FARGO BANK N A	Telephone no ►	888-730-4933
	Located at ► PO Box 53456 MAC S4101-22G Phoenix AZ	ZIP+4 ►	85072-3456
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ►	16	Yes No X

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

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

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

- (1) Carry on propaganda or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)
- (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
 Yes No
 Yes No
 Yes No
 Yes No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?► 5b N/A

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

Yes No

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

Yes No

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

Yes No

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

Yes No

7b N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. PO Box 53456 MAC S4101-22G Phoenix AZ 85	Trustee	4 00	7,017	0
-----	00	0	0	0
-----	00	0	0	0
-----	00	0	0	0

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

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

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

►

0

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE	
2	
3	
4	

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

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

Amount

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	831,988
b	Average of monthly cash balances	1b	20,941
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	852,929
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	852,929
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	12,794
5	Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	840,135
6	Minimum investment return Enter 5% of line 5	6	42,007

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	42,007
2a	Tax on investment income for 2011 from Part VI, line 5	2a	306
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	306
3	Distributable amount before adjustments Subtract line 2c from line 1	3	41,701
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	41,701
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	41,701

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	34,618
a	Expenses, contributions, gifts, etc --total from Part I, column (d), line 26	1b	0
b	Program-related investments—total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	0
a	Suitability test (prior IRS approval required)	4	34,618
b	Cash distribution test (attach the required schedule)	5	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	34,618
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)		
6	Adjusted qualifying distributions Subtract line 5 from line 4		

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI line 7				41,701
2 Undistributed income, if any, as of the end of 2011			31,839	
a Enter amount for 2010 only		0		
b Total for prior years 20 ____, 20 ____ 20 ____				
3 Excess distributions carryover, if any, to 2011				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	NONE			
d From 2009	NONE			
e From 2010	NONE			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2011 from Part XII line 4 ► \$ 34,618			31,839	
a Applied to 2010 but not more than line 2a		0		
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)		0		
d Applied to 2011 distributable amount				2,779
e Remaining amount distributed out of corpus		0		
5 Excess distributions carryover applied to 2011 <i>(If an amount appears in column (d), the same amount must be shown in column (a))</i>		0		0
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				38,922
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)		0		
9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a		0		
10 Analysis of line 9				
a Excess from 2007	0			
b Excess from 2008	0			
c Excess from 2009	0			
d Excess from 2010	0			
e Excess from 2011	0			

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

N/A

1 a	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 foundation is a private operating foundation described in section				<input type="checkbox"/> 4942(j)(3) or		<input type="checkbox"/> 4942(j)(5)
2 a	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				0		
c	Qualifying distributions from Part XII, line 4 for each year listed				0		
d	Amounts included in line 2c not used directly for active conduct of exempt activities				0		
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0		
3	Complete 3a, b or c for the alternative test relied upon				0		
a	"Assets" alternative test—enter				0		
(1)	Value of all assets				0		
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				0		
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0		
c	"Support" alternative test—enter				0		
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0		
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0		
(3)	Largest amount of support from an exempt organization				0		
(4)	Gross investment income				0		

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see 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 instructions) to individuals or organizations under other conditions complete items 2a b, c, and d

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

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

c Any submission deadlines

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

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total				► 3a 31,840
b Approved for future payment NONE				
Total				► 3b 0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
f			0		0	0
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities				14	18,552	
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	2,362	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue a			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
12 Subtotal Add columns (b), (d), and (e)			0		20,914	0
13 Total Add line 12, columns (b), (d), and (e)				13		20,914

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

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

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

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

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

May the IRS discuss this return with the preparer shown below (see instructions)? Yes No

Sign
Here

____ Signature of officer or

4/9/2012

► VP AND TAX DIRECTOR

Signature of officer or trustee

Da

Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	JOSEPH J. CASTRIANO		4/9/2012		P01251603
	Firm's name ► PricewaterhouseCoopers, LLP			Firm's EIN ► 13-4008324	
Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777			Phone no	412-355-6000	

Security Category	Account #	CUSIP	Asset Name	Units	Fed Cost	FMV
Invest - Corp Stock	06629900	018490102	ALLERGAN INC	48	3939 03	4211 52
Invest - Corp Stock	06629900	023135106	AMAZON COM INC COM	11	1440 12	1904 1
Invest - Corp Stock	06629900	029912201	AMERICAN TOWER SYSTEMS CORP CLASS A	26	1322 86	1560 26
Invest - Corp Stock	06629900	037833100	APPLE INC	6	736 56	2430
Invest - Corp Stock	06629900	14040H105	CAPITAL ONE FINANCIAL CORP	49	2612 02	2072 21
Invest - Corp Stock	06629900	177376100	CITRIX SYS INC COM	49	1649 49	2975 28
Invest - Corp Stock	06629900	235851102	DANAHER CORP	50	1807 44	2352
Invest - Corp Stock	06629900	244199105	DEERE & CO	59	4890 39	4563 65
Invest - Corp Stock	06629900	25243Q205	DIAGEO PLC - ADR	50	3522 9	4371
Invest - Corp Stock	06629900	254687106	WALT DISNEY CO	65	1553 79	2437 5
Invest - Corp Stock	06629900	278865100	ECOLAB INC	71	3122 1	4104 51
Invest - Corp Stock	06629900	459200101	INTERNATIONAL BUSINESS MACHS CORP	14	1474 31	2574 32
Invest - Corp Stock	06629900	461202103	INTUIT COM	49	2325 59	2576 91
Invest - Corp Stock	06629900	478160104	JOHNSON & JOHNSON	28	1688 96	1836 24
Invest - Corp Stock	06629900	641069406	NESTLE SA REGISTERED SHARES - ADR	50	2150	2885 5
Invest - Corp Stock	06629900	68389X105	ORACLE CORPORATION	87	2557 78	2231 55
Invest - Corp Stock	06629900	69331C108	PG&E CORP COM	55	2310 55	2267 1
Invest - Corp Stock	06629900	73755L107	POTASH CORP SASK	78	2957 67	3219 84
Invest - Corp Stock	06629900	74005P104	PRAXAIR INC COM	29	2305 76	3100 1
Invest - Corp Stock	06629900	742718109	PROCTER & GAMBLE CO	59	3401 39	3935 89
Invest - Corp Stock	06629900	806857108	SCHLUMBERGER LTD	43	2323 87	2937 33
Invest - Corp Stock	06629900	858912108	STERICYCLE INC COM	53	3406 82	4129 76
Invest - Corp Stock	06629900	907818108	UNION PACIFIC CORP	39	2854 02	4131 66
Invest - Corp Stock	06629900	941848103	WATERS CORP	17	1500 42	1258 85
Invest - Corp Stock	06629900	191216100	COCA COLA CO	32	2216 15	2239 04
Invest - Corp Stock	06629900	740189105	PRECISION CASTPARTS CORP	24	2893 9	3954 96
Invest - Corp Stock	06629900	38141G104	GOLDMAN SACHS GROUP INC	21	2705 47	1899 03
Invest - Corp Stock	06629900	22160K105	COSTCO WHOLESALE CORP	35	2869 47	2916 2
Invest - Corp Stock	06629900	30231G102	EXXON MOBIL CORPORATION	96	3612 23	8136 96
Invest - Corp Stock	06629900	87612E106	TARGET CORP	59	1209 73	3021 98
Invest - Corp Stock	06629900	92343V104	VERIZON COMMUNICATIONS	56	1753 7	2246 72
Invest - Corp Stock	06629900	20441W203	COMPANHIA DE BEBIDAS-PRF ADR	80	2555 94	2887 2
Invest - Corp Stock	06629900	61166W101	MONSANTO CO NEW	23	1678 46	1611 61
Invest - Corp Stock	06629900	088606108	BHP BILLITON LIMITED - ADR	32	2543 57	2260 16
Invest - Corp Stock	06629900	46625H100	JPMORGAN CHASE & CO	87	3279 12	2892 75
Invest - Corp Stock	06629900	G1151C101	ACCENTURE PLC	53	1520 57	2821 19
Invest - Corp Stock	06629900	30249U101	FMC TECHNOLOGIES INC	60	2644 93	3133 8
Invest - Corp Stock	06629900	G24140108	COOPER INDUSTRIES PLC NEW IRELAND	67	2391 93	3628 05
Invest - Corp Stock	06629900	166764100	CHEVRON CORP	33	2164 14	3511 2

Invest - Corp Stock	066299900	084670702	BERKSHIRE HATHAWAY INC	58	3616 37	4425 4
Invest - Corp Stock	066299900	38259P508	GOOGLE INC	6	2054 6	3875 4
Invest - Corp Stock	066299900	45865V100	INTERCONTINENTALEXCHANGE INC	16	1693 33	1928 8
Invest - Corp Stock	066299900	85590A401	STARWOOD HOTELS & RESORTS WORLDWIDE	49	2645 92	2350 53
Invest - Corp Stock	066299900	20605P101	CONCHO RESOURCES INC	32	2967 44	3000
Invest - Corp Stock	066299900	92826C839	VISA INC-CLASS A SHRS	46	2933 42	4670 38
Invest - Corp Stock	066299900	64110D104	NETAPP INC	65	2609 05	2357 55
Invest - Other	066299900	413838202	OAKMARK INTERNATIONAL FD #109	3092 88	64654 5	51187 1
Invest - Other	066299900	94975G488	WF ADV SMALL CAP OPPOR FD-ADMIN #84	399 521	10000	12584 91
Invest - Other	066299900	464287598	ISHARES RUSSELL 1000 VALUE	1768	112118 71	112232 64
Invest - Other	066299900	315920686	FIDELITY ADV DIVERS INTL-I #734	3234 15	75000	44793 02
Invest - Other	066299900	464287564	ISHARES TR COHEN & STEERS REALTY	225	19401 56	15799 5
Invest - Other	066299900	339128100	JP MORGAN MID CAP VALUE-I #758	2657 09	49683 5	63105 77
Invest - Other	066299900	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	2187 93	34205 5	27196 01
Invest - Other	066299900	94985D418	WELLS FARGO ADV AST ALL FD-ADM #4706	2233 47	28309 2	26779 32
Invest - Other	066299900	94975J581	WELLS FARGO ADV TOT RT BD FD-IN #944	15055 4	185472 35	193461 93
Invest - Other	066299900	922042858	VANGUARD MSCI EMERGING MARKETS ETF	1170	44356 37	44705 7
Invest - Other	066299900	367829384	GATEWAY FUND - Y #1986	1227 52	32106 9	32394 12
Invest - Other	066299900	487300808	KEELEY SMALL CAP VAL FD CL I #2251	906 342	14791 5	21154 02
				782513.37	785230.03	

Savings & Temp Inv	066299900	VP0528308	FEDERATED TREAS OBL FD 68	16094 1	16094 08	16094 08
Savings & Temp Inv	066299900	VP0528308	FEDERATED TREAS OBL FD 68	2007 79	2007 79	2007 79
				18101.87	18101.87	

JOHANSEN, T H FAMILY FDN

41-6014249 Page 1 of 2

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

Name

ORONOCO SENIOR CITIZEN CENTER

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship <u>NONE</u>	Foundation Status 501(c)(3) PUBLIC CHARITY		
-----------------------------	---	--	--

Purpose of grant/contribution <u>GENERAL SUPPORT GRANT</u>	Amount 1,000
---	-----------------

Name

NORTH SHORE CONGREGATIONAL CHURCH

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship <u>NONE</u>	Foundation Status		
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Purpose of grant/contribution	Amount 3,000
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Name

MILWAUKEE ART MUSEUM INC

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship <u>NONE</u>	Foundation Status		
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Purpose of grant/contribution	Amount 2,000
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Name

UNITED PERFORMING ARTS FUND

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship <u>NONE</u>	Foundation Status		
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Purpose of grant/contribution	Amount 375
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Name

PAVE

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship <u>NONE</u>	Foundation Status		
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Purpose of grant/contribution	Amount 1,750
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Name

WOMAN'S CLUB OF WISCONSIN FOUNDATION

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship <u>NONE</u>	Foundation Status		
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Purpose of grant/contribution	Amount 3,000
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JOHANSEN, T H FAMILY FDN

41-6014249 Page 2 of 2

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

LITERACY SERVICES OF WISCONSIN INC

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship NONE	Foundation Status
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Purpose of grant/contribution	Amount 875
-------------------------------	---------------

Name

ASSN OF THE LADIES OF CHARITY OF MILWAUKEE WISCONSIN

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship NONE	Foundation Status
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Purpose of grant/contribution	Amount 875
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Name

URBAN ECOLOGY CENTER

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship NONE	Foundation Status
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Purpose of grant/contribution	Amount 2,045
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Name

ORONOCO PRESBYTERIAN CHURCH

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status
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Purpose of grant/contribution	Amount 1,000
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Name

CASH CONTRIBUTIONS

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status
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Purpose of grant/contribution	Amount 15,920
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Name

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
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Purpose of grant/contribution	Amount 0
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Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Totals				
														Securities	Other sales	Gross Sales	Cost and Expenses	Net Gain or Loss
1	X	APPLE INC	037833100	-----	-----	1/10/2008	Acq/Rec	6/22/2011	326	-----	176	-----	-----	-----	-----	150	-----	-----
2	X	APPLE INC	037833100	-----	-----	5/14/2009	-----	6/22/2011	979	-----	368	-----	-----	-----	-----	611	-----	-----
3	X	BEST BUY INC	086516101	-----	-----	5/10/2010	-----	1/24/2011	1,300	-----	1,588	-----	-----	-----	-----	-288	-----	-----
4	X	BEST BUY INC	086516101	-----	-----	5/10/2010	-----	4/28/2011	123	-----	172	-----	-----	-----	-----	-49	-----	-----
5	X	BRISTOL MYERS SQUIBB CO	086516101	-----	-----	7/20/2010	-----	4/28/2011	987	-----	1,089	-----	-----	-----	-----	-102	-----	-----
6	X	CVS CAREMARK CORPORATI	126650100	-----	-----	5/14/2009	-----	8/10/2011	2,326	-----	1,770	-----	-----	-----	-----	556	-----	-----
7	X	CHEVRON CORP	166764100	-----	-----	3/30/2011	-----	7/28/2011	913	-----	850	-----	-----	-----	-----	63	-----	-----
8	X	CHEVRON CORP	166764100	-----	-----	8/11/2010	-----	8/11/2010	99	-----	78	-----	-----	-----	-----	21	-----	-----
9	X	CHEVRON CORP	166764100	-----	-----	12/4/2011	-----	6/24/2011	788	-----	788	-----	-----	-----	-----	34	-----	-----
10	X	CISCO SYSTEMS INC	17275R102	-----	-----	8/16/2006	-----	6/24/2011	690	-----	459	-----	-----	-----	-----	231	-----	-----
11	X	COMPLETE PRODTN SVCS IN	20453E109	-----	-----	5/15/1998	-----	10/6/2011	2,068	-----	1,586	-----	-----	-----	-----	482	-----	-----
12	X	COMPLETE PRODTN SVCS IN	20453E109	-----	-----	11/23/2010	-----	10/20/2011	904	-----	835	-----	-----	-----	-----	71	-----	-----
13	X	COMPLETE PRODTN SVCS IN	20453E109	-----	-----	11/23/2010	-----	10/20/2011	-----	1,055	976	-----	-----	-----	-----	79	-----	-----
14	X	COMPLETE PRODTN SVCS IN	20453E109	-----	-----	11/21/2011	-----	10/20/2011	301	-----	279	-----	-----	-----	-----	22	-----	-----
15	X	CREE INC	225447101	-----	-----	5/10/2010	-----	1/24/2011	1,232	-----	1,702	-----	-----	-----	-----	147	-----	-----
16	X	CREE INC	225447101	-----	-----	9/16/2010	-----	1/24/2011	1,078	-----	1,086	-----	-----	-----	-----	-470	-----	-----
17	X	EXXON MOBIL CORPORATION	30231G102	-----	-----	1/24/2011	-----	10/6/2011	730	-----	787	-----	-----	-----	-----	-8	-----	-----
18	X	EXXON MOBIL CORPORATION	30231G102	-----	-----	8/10/2011	-----	10/6/2011	584	-----	555	-----	-----	-----	-----	-57	-----	-----
19	X	GILEAD SCIENCES INC	375558103	-----	-----	11/17/2006	-----	1/24/2011	1,607	-----	1,442	-----	-----	-----	-----	29	-----	-----
20	X	HEWLETT PACKARD CO	428236103	-----	-----	8/11/2010	-----	1/24/2011	473	-----	410	-----	-----	-----	-----	163	-----	-----
21	X	HEWLETT PACKARD CO	428236103	-----	-----	9/16/2010	-----	1/24/2011	1,656	-----	1,408	-----	-----	-----	-----	63	-----	-----
22	X	ISHARES RUSSELL 1000 VALU	464287598	-----	-----	6/13/2007	-----	12/6/2011	8,029	-----	11,135	-----	-----	-----	-----	-248	-----	-----
23	X	MEDCO HEALTH SOLUTIONS	58405U102	-----	-----	8/20/2009	-----	3/30/2011	772	770	584	-----	-----	-----	-----	-3,106	-----	-----
24	X	MEDCO HEALTH SOLUTIONS	58405U102	-----	-----	10/6/2009	-----	3/30/2011	1,655	-----	1,644	-----	-----	-----	-----	2	-----	-----
25	X	NEXTERA ENERGY INC	65339F101	-----	-----	2/5/2010	-----	2/11/2011	1,761	-----	1,501	-----	-----	-----	-----	11	-----	-----
26	X	PEABODY ENERGY CORPOR	704549104	-----	-----	3/30/2011	-----	6/24/2011	1,886	-----	2,373	-----	-----	-----	-----	260	-----	-----
27	X	PEPSICO INC	713448108	-----	-----	2/24/2003	-----	7/28/2011	2,186	-----	1,323	-----	-----	-----	-----	-487	-----	-----
28	X	ROSS STORES INC	778296103	-----	-----	6/14/2010	-----	7/28/2011	3,004	-----	2,229	-----	-----	-----	-----	775	-----	-----
29	X	SCHLUMBERGER LTD	806857108	-----	-----	1/24/2011	-----	4/28/2011	801	-----	759	-----	-----	-----	-----	42	-----	-----
30	X	SCHLUMBERGER LTD	806857108	-----	-----	10/6/2008	-----	4/28/2011	623	-----	380	-----	-----	-----	-----	243	-----	-----
31	X	TEVA PHARMACEUTICAL IND	881624209	-----	-----	11/9/2009	-----	7/28/2011	1,678	-----	1,891	-----	-----	-----	-----	-213	-----	-----
32	X	TEVA PHARMACEUTICAL IND	881624209	-----	-----	2/5/2010	-----	7/28/2011	792	958	935	-----	-----	-----	-----	-166	-----	-----
33	X	WELLS FARGO ADVAST ALL	94985D418	-----	-----	9/16/2010	-----	10/6/2011	707	-----	631	-----	-----	-----	-----	76	-----	-----
34	X	COOPER INDUSTRIES PLC INC	G24140108	-----	-----	6/14/2010	-----	10/6/2011	707	-----	585	-----	-----	-----	-----	122	-----	-----
35	X	COOPER INDUSTRIES PLC INC	G24140108	-----	-----	4/6/2010	-----	3/30/2011	852	-----	1,082	-----	-----	-----	-----	-230	-----	-----
36	X	URBAN OUTFITTERS INCORP	911047102	-----	-----	8/21/2006	-----	12/6/2011	8,000	-----	9,325	-----	-----	-----	-----	-1,325	-----	-----
37	X	WELLS FARGO ADVAST ALL	94985D418	-----	-----	5/6/2008	-----	3/30/2011	645	439	645	-----	-----	-----	-----	206	-----	-----
38	X	COOPER INDUSTRIES PLC INC	907818108	-----	-----	3/7/2008	-----	11/9/2009	1,031	-----	630	-----	-----	-----	-----	401	-----	-----
39	X	COOPER INDUSTRIES PLC INC	907818108	-----	-----	7/22/2011	-----	7/22/2011	1,507	-----	1,505	-----	-----	-----	-----	2	-----	-----
40	X	MARVELL TECHNOLOGY GRC	G5876H105	-----	-----	8/11/2010	-----	7/22/2011	798	764	764	-----	-----	-----	-----	35	-----	-----
41	X	MARVELL TECHNOLOGY GRC	G5876H105	-----	-----	11/3/2010	-----	4/28/2011	1,655	1,614	41	-----	-----	-----	-----	41	-----	-----
42	X	AFLAC INC	001055102	-----	-----	6/12/2010	-----	6/12/2010	965	678	287	-----	-----	-----	-----	680	-----	-----
43	X	AMAZON COM INC COM	023135106	-----	-----	5/10/2010	-----	6/22/2011	193	131	62	-----	-----	-----	-----	0	-----	-----
44	X	AMAZON COM INC COM	023135106	-----	-----	5/10/2010	-----	10/6/2011	440	262	178	-----	-----	-----	-----	0	-----	-----
45	X	AMAZON COM INC COM	023135106	-----	-----	11/10/2008	-----	4/28/2011	1,386	706	680	-----	-----	-----	-----	0	-----	-----
46	X	APPLE INC	037833100	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	0	-----	-----
47	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	0	-----	-----
48	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	0	-----	-----
49	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	0	-----	-----
50	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	0	-----	-----
51	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	0	-----	-----

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

Line 16b (990-PF) - Accounting Fees

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

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX		52		
2	ESTIMATED EXCISE TAX PAID		206		
3	FOREIGN TAX WITHHELD		354		
4					
5					
6					
7					
8					
9					
10					

0

612

354

0

354

0

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	TRUSTEE FEES	-	-	-	-
2	ADR FEES	-	-	-	-
3	STATE AG FEES	-	25	-	25
4	-	-	-	-	-
5	-	-	-	-	-
6	-	-	-	-	-
7	-	-	-	-	-
8	-	-	-	-	-
9	-	-	-	-	-

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

	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	ALLERGAN INC COM		0	3,939	785,230
2	AMAZON COM INC		0	1,440	-
3	AMERICAN TOWER CORP CL A		0	1,323	-
4	APPLE COMPUTER INC COM		0	737	-
5	CAPITAL ONE FINANCIAL CORP		0	2,612	-
6	CITRIX SYS INC COM		0	1,649	-
7	DANAHER CORP		0	1,807	-
8	DEERE & CO		0	4,890	-
9	DIAGEO PLC -ADR		0	3,523	-
10	WALT DISNEY CO		0	1,554	-
11	ECOLAB INC		0	3,122	-
12	INTERNATIONAL BUSINESS MACHS CORP		0	1,474	-
13	INTUIT COM		0	2,326	-
14	JOHNSON & JOHNSON		0	1,689	-
15	NESTLE SA REGISTERED SHARES -ADR		0	2,150	-
16	ORACLE CORPORATION		0	2,558	-
17	PG&E CORP COM		0	2,311	-
18	POTASH CORP SASK		0	2,958	-
19	PRAXAIR INC COM		0	2,306	-
20	PROCTER & GAMBLE CO		0	3,401	-
21	SCHLUMBERGER LTD		0	2,324	-
22	STERICYCLE INC COM		0	3,407	-
23	UNION PACIFIC CORP		0	2,854	-
24	WATERS CORP		0	1,500	-
25	COCA COLA CO		0	2,216	-
26	PRECISION CASTPARTS CORP		0	2,894	-
27	GOLDMAN SACHS GROUP INC		0	2,705	-
28	COSTCO WHOLESALE CORP		0	2,869	-
29	EXXON MOBIL CORPORATION		0	3,612	-
30	TARGET CORP		0	1,210	-
31	VERIZON COMMUNICATIONS		0	1,754	-
32	COMPANHIA DE BEBIDAS-PRF ADR		0	2,556	-
33	MONSANTO CO NEW		0	1,678	-
34	BHP BILLITON LIMITED		0	2,544	-
35	JPMORGAN CHASE & CO		0	3,279	-
36	ACCENTURE PLC		0	1,521	-
37	FMC TECHNOLOGIES INC		0	2,645	-
38	COOPER INDUSTRIES PLC NEW IRELAND		0	2,392	-
39	CHEVRON CORP		0	2,164	-
40	BERSHIRE HATHAWAY INC		0	3,616	-
41	GOOGLE INC		0	2,055	-
42	INTERCONTINENTAL EXCHANGE INC		0	1,693	-
43	STARWOOD HOTELS & RESORTS WORLD		0	2,646	-
44	CONCHO RESOURCES INC		0	2,967	-

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

	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
45	VISA INC-CLASS A SHRS		0	0	785,230
46	NETAPP INC		0	0	2,609
47	OAKMARK INTERNATIONAL FD 109		0	0	64,654
48	WF ADV SMALL CAP OPPOR FD-ADMIN 84		0	0	10,000
49	ISHARES RUSSELL 1000 VALUE		0	0	112,119
50	FIDELITY ADV DIVERS INTL-I 734		0	0	75,000
51	ISHARES TR COHEN & STEERS REALTY		0	0	19,402
52	JP MORGAN MID CAP VALUE-I 758		0	0	49,684
53	HUSSMAN STRATEGIC GROWTH FUND 66		0	0	34,206
54	WELLS FARGO ADV AST ALL FD-ADM 470		0	0	28,309
55	WELLS FARGO ADV TOT RT BD-FD-IN 944		0	0	185,472
56	VANGUARD EMERGING MARKETS ETF		0	0	44,356
57	GATEWAY FUND - Y 1986		0	0	32,107
58	KEELEY SMALL CAP VAL FD CLI 2251		0	0	14,792
59			797,045	797,045	782,513
					785,230

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

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

		Amount												
		Long Term CG Distributions	Short Term CG Distributions			Totals	Gross Sales Price	Depreciation Allowed			Cost or Other Basis Plus Expense of Sale	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Gains Minus Excess of FMV Over Adj Basis or Losses
Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold										
59								0		0	0	0	755	

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

7,017

Part

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

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

- 1 Credit from prior year return
- 2 First quarter estimated tax payment
- 3 Second quarter estimated tax payment
- 4 Third quarter estimated tax payment
- 5 Fourth quarter estimated tax payment
- 6 Other payments
- 7 Total

	Date	Amount
1		0
2	5/10/2011	206
3		
4		
5		
6		0
7		206

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

1	Distributable amounts for 2010 that remained undistributed at the beginning of the 2011 tax year	1	31,839
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	31,839