INTERNAL REVENUE SERVICE

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 , 2011, and ending , 20

Name of foundation: F. M. BERNARDIN CHARITABLE TRUST

A Employer identification number: 44-6008545

Number and street (or P O box number if mail is not delivered to street address): BANK OF AMERICA, N.A. P.O. BOX 831041

Room/suite:

B Telephone number (see instructions): (800) 357-7094

City or town, state, and ZIP code: DALLAS, TX 75283-1041

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 3,884,619.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) ____________ *(Part I, column (d) must be on cash basis.)*

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

POSTMARK DATE MAY 08 2012

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ [X] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	92,115.	92,115.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	102,123.			
	b Gross sales price for all assets on line 6a 878,078.				
	7 Capital gain net income (from Part IV, line 2)		102,123.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	102,165.	102,165.		STMT 5
	12 **Total.** Add lines 1 through 11	296,403.	296,403.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	39,238.	26,000.		13,238.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 6	1,100.	NONE	NONE	1,100.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 7	4,017.	1,573.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 8	14,190.	14,190.		
	24 **Total operating and administrative expenses** Add lines 13 through 23	58,545.	41,763.	NONE	14,338.
	25 Contributions, gifts, grants paid	139,960.			139,960.
	26 **Total expenses and disbursements** Add lines 24 and 25	198,505.	41,763.	NONE	154,298.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	97,898.			
	b **Net investment income** (if negative, enter -0-)		254,640.		
	c **Adjusted net income** (if negative, enter -0-)				

RECEIVED
MAY 17 2012
E2-644 IRS-OSC
OGDEN, UT

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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	-16,475.	NONE	
	2 Savings and temporary cash investments	177,862.	153,441.	153,441.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less· allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)	1,010,601.	1,061,911.	1,245,280.
	c Investments - corporate bonds (attach schedule)	404,860.	353,844.	373,606.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)	1,568,169.	1,676,435.	1,662,265.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)	1.	1.	450,027.
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	3,145,018.	3,245,632.	3,884,619.
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)			
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. ▶ [X]			
	27 Capital stock, trust principal, or current funds	3,145,018.	3,245,632.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	3,145,018.	3,245,632.	
	31 Total liabilities and net assets/fund balances (see instructions)	3,145,018.	3,245,632.	

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	3,145,018.
2	Enter amount from Part I, line 27a	2	97,898.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	4,494.
4	Add lines 1, 2, and 3	4	3,247,410.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	1,778.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,245,632.

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	PUBLICLY TRADED SECURITIES			
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	854,712.		775,955.	78,757.
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				78,757.
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** 102,123.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 . . . **3**

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	196,525.	3,703,266.	0.053068
2009	101,540.	3,402,615.	0.029842
2008	87,786.	3,655,544.	0.024014
2007			
2006			

2	**Total** of line 1, column (d)	2	0.106924
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	0.035641
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	4,026,807.
5	Multiply line 4 by line 3	5	143,519.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,546.
7	Add lines 5 and 6	7	146,065.
8	Enter qualifying distributions from Part XII, line 4	8	154,298.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1 . . . Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	2,546.
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	
3	Add lines 1 and 2	3	2,546.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	2,546.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 1,828.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	1,828.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	718.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ Refunded ▶	11	

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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	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		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
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? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MO			
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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ NONE

14 The books are in care of ▶ BANK OF AMERICA, N.A. Telephone no ▶ (816)292-4342

Located at ▶ 1200 MAIN ST, 14TH FL, KANSAS CITY, MO ZIP + 4 ▶ 64105-2100

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		X
	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 instructions)?	1b		X
	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☐ Yes	☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?			**5b**	
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: X
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes	☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			**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 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
SEE STATEMENT 11		39,238.	-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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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

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	3,630,435.
b	Average of monthly cash balances	1b	-4,970.
c	Fair market value of all other assets (see instructions)	1c	462,664.
d	**Total** (add lines 1a, b, and c)	1d	4,088,129.
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	NONE
3	Subtract line 2 from line 1d	3	4,088,129.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	61,322.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,026,807.
6	**Minimum investment return.** Enter 5% of line 5	6	201,340.

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	201,340.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,546.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,546.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	198,794.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	198,794.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	198,794.

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	154,298.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	154,298.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	2,546.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	151,752.

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				198,794.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			139,486.	
b Total for prior years 20 09 ,20____,20____		NONE		
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	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 154,298.				
a Applied to 2010, but not more than line 2a			139,486.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				14,812.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				183,982.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2007 ... NONE				
b Excess from 2008 ... NONE				
c Excess from 2009 ... NONE				
d Excess from 2010 ... NONE				
e Excess from 2011 ... NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2011	(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 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 ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 12				
Total . . . . ▶ **3a**				139,960.
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 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					
4 Dividends and interest from securities			14	92,115.	
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	102,123.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b GROSS O&G ROYALTY			15	101,525.	
c NM TAX W/H REFUND			1	624.	
d FORD MOTOR CO CAP			14	16.	
e					
12 Subtotal. Add columns (b), (d), and (e)				296,403.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 296,403.

(See worksheet in line 13 instructions 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 foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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.

(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) is based on all information of which preparer has any knowledge

Mary Frost | 5-1-12 | TRUSTEE

Signature of officer or trustee | Date | Title

BANK OF AMERICA, N.A.

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	611.	611.
CAMBIAR SMALL CAP FUND INV CL	1,831.	1,831.
AETNA INC NEW COM	34.	34.
AIR PRODUCTS & CHEMICALS INC COM	84.	84.
ALLEGHENY TECHNOLOGIES INC	62.	62.
ALLERGAN INC COM	7.	7.
AMERICAN ELECTRIC POWER CO INC COM	542.	542.
AMERICAN EXPRESS CO COM	23.	23.
ANADARKO PETROLEUM CORP COM	78.	78.
APACHE CORP COM	41.	41.
APACHE CORP CONV PFD SER D 6.000%	195.	195.
BB&T CORP COM	277.	277.
BHP BILLITON PLC - ADR	150.	150.
BOFA CASH RESERVES TRUST CLASS	10.	10.
CARNIVAL CORP PAIRED CTF 1 COM	210.	210.
CHEVRONTEXACO CORP COM	587.	587.
CISCO SYSTEMS INC COM	29.	29.
CITIGROUP INC NEW COM	11.	11.
COACH INC	44.	44.
COLUMBIA ACORN FUND CLASS Z SHARES	344.	344.
COLUMBIA ACORN INTERNATIONAL FUND CL Z	2,572.	2,572.
COLUMBIA INCOME OPPORTUNITIES FUND CL Z	4,336.	4,336.
COLUMBIA HIGH INCOME FUND CLASS Z SHARES	1,234.	1,234.
COLUMBIA INTERNATIONAL VALUE FUND CLASS	4,917.	4,917.
COLUMBIA MARSICO INTERNATIONAL OPPORTUNI	368.	368.
COLUMBIA SMALL CAP GROWTH I FUND CLASS Z	415.	415.
CUMMINS ENGINE CO INC COM	175.	175.
DANAHER CORP COM	28.	28.
DEERE JOHN CAP CORP BD	5,100.	5,100.
DELAWARE EMERGING MKTS FUND CL INSTL CL	1,420.	1,420.
DIAGEO SPONSORED ADR (UK-USD) SEDOL #213	210.	210.
DOW CHEM CO	653.	653.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EMC CORP CONV SR NT	47.	47.
EOG RESOURCES INC	52.	52.
EATON VANCE LARGE-CAP VALUE FUND CL I	3,563.	3,563.
EATON CORP COMMON	646.	646.
EL PASO CORP COM	16.	16.
EXPEDIA INC DEL COM	22.	22.
FLUOR CORP NEW COM	64.	64.
FREEPORT-MCMORAN COPPER & GOLD INC COM	255.	255.
GENERAL DYNAMICS CORP COM	313.	313.
GENERAL ELEC CO	113.	113.
GENERAL MILLS INC COM	97.	97.
GENUINE PARTS CO	239.	239.
GLAXO WELLCOME PLC SPON ADR	46.	46.
GOLDMAN SACHS GROUP INC	206.	206.
GOLDMAN SACHS GROUP INC SR NT	1,250.	1,250.
HALLIBURTON CO COM	184.	184.
HARBOR INTERNATIONAL FUND INSTL CL	1,328.	1,328.
HEINZ H J CO	251.	251.
HEWLETT PACKARD CO COM	8.	8.
ILLINOIS TOOL WORKS INC COM	45.	45.
INTERNATIONAL BUSINESS MACHINES CORP COM	102.	102.
J P MORGAN CHASE & CO COM	392.	392.
KELLOGG CO COM	192.	192.
LAUDER ESTEE COS INC CL A	228.	228.
LORILLARD INC COM	199.	199.
MACYS INC COM	108.	108.
MC DONALDS CORP COM	583.	583.
MEAD JOHNSON NUTRITION CO COM	117.	117.
MERCK & CO INC NEW COM	512.	512.
METLIFE INC	161.	161.
MOLSON COORS BREWING CO CL B	45.	45.
MONSANTO CO NEW COM	453.	453.
MURPHY OIL CORP	12.	12.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NATIONAL OILWELL VARCO INC COM	37.	37.
NATIXIS FDS TR IV AEW REAL ESTATE FD CL	1,452.	1,452.
NIKE INC COM CL B	282.	282.
NORDSTROM INC COM	131.	131.
NUCOR CORP	65.	65.
OCCIDENTAL PETROLEUM CORP COM	461.	461.
OLD MUTUAL TS&W MID CAP VALUE FUND CL I	1,481.	1,481.
OMNICOM GROUP INC COM	23.	23.
ORACLE CORPORATION COM	212.	212.
PG&E CORP COM	411.	411.
PIMCO TOTAL RETURN FUND INSTL	9,223.	9,223.
P N C BANK CORP COM	478.	478.
PPG INDUSTRIES INC COM	525.	525.
PACCAR INC COM	39.	39.
PFIZER INC COM	329.	329.
PHILIP MORRIS INTL INC COM	468.	468.
PIMCO FOREIGN BOND FUND UNHEDGED INSTL C	2,414.	2,414.
PIMCO COMMODITY REALRETURN STRATEGY FUND	13,584.	13,584.
PIMCO EMERGING MKT CURRENCY FUND INSTL	560.	560.
POTASH CORP OF SASKATCHEWAN COM	2.	2.
PRAXAIR INC COM	516.	516.
PRECISION CASTPARTS CORP COM	12.	12.
QUALCOMM INC	47.	47.
QUEST DIAGNOSTICS INC COM	15.	15.
ROCKWELL INTL CORP NEW COM	189.	189.
SAFEWAY INC NEW COM	102.	102.
SEMPRA ENERGY	275.	275.
SOTHEBYS HOLDINGS INC CL A COM	10.	10.
STARBUCKS CORP	257.	257.
STARWOOD HOTELS & RESORTS WORLDWIDE INC	75.	75.
TJX COMPANIES INC NEW COM	369.	369.
TARGET CORP	56.	56.
TEXTRON INC COM	9.	9.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
3M CO COM	43.	43.
TIFFANY & CO NEW COM	336.	336.
TIME WARNER INC NEW COM	511.	511.
US BANCORP DEL COM NEW	530.	530.
UNION PACIFIC CORP COM	528.	528.
UNITED PARCEL SERVICE CL B	229.	229.
UNITED TECHNOLOGIES CORP COM	263.	263.
UNITED TECHNOLOGIES CORP NT	4,875.	4,875.
UNITEDHEALTH GROUP INC	89.	89.
VANGUARD MSCI EMERGING MKTS ETF	898.	898.
VIACOM INC CL B COM	84.	84.
VISA INC CL A COM	85.	85.
WACHOVIA CORP NEW SUB NT	5,250.	5,250.
WELLS FARGO COMPANY	383.	383.
WELLS FARGO & CO NEW PFD DEP SHS SER J	392.	392.
WELLS FARGO & CO NEW NEW SUB NT	2,563.	2,563.
WILLIAMS COS INC DEL COM	156.	156.
WYNN RESORTS LTD COM	975.	975.
XCEL ENERGY INC COM	286.	286.
YUM BRANDS INC COM	286.	286.
BANK OF AMERICA MONEY MARKET SAVINGS ACC	67.	67.
AXIS CAPITAL HOLDINGS LTD COM	34.	34.
ACCENTURE PLC CL A COM	196.	196.
ACE LTD COM	316.	316.
TE CONNECTIVITY LTD COM	101.	101.
TYCO ELECTRONICS LTD COM	28.	28.
LYONDELLBASELL INDUSTRIES NV CL A COM	15.	15.
AVAGO TECHNOLOGIES LTD COM	40.	40.
TOTAL	92,115.	92,115.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GROSS O&G ROYALTY INCOME	101,525.	101,525.
NM STATE TAX W/H REFUND	624.	624.
FORD MOTOR CO CAP TR II	16.	16.
TOTALS	102,165.	102,165.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE	1,100.			1,100.
TOTALS	1,100.	NONE	NONE	1,100.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	5.	5.
EXCISE TAX - PRIOR YEAR	616.	
FEDERAL EXCISE ESTIMATES	1,828.	
FOREIGN TAXES ON QUALIFIED FOR	1,008.	1,008.
FOREIGN TAXES ON NONQUALIFIED	560.	560.
TOTALS	4,017.	1,573.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
O&G ROYALTY EXPENSES -		
LEASE OPERATING	2,851.	2,851.
STATE TAX W/H	2,610.	2,610.
PRODUCTION TAXES	8,729.	8,729.
TOTALS	14,190.	14,190.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
MUTUAL FUND ADJUSTMENT - 2010	3,888.
YEAR END SALES ADJUSTMENT - 2010	278.
ROC ADJUSTMENT - 2011	172.
HARBOR INTL TIMING DIFFERENCE - 2011	156.
TOTAL	4,494.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
MUTUAL FUND ADJUSTMENT - 2011	1,303.
ROC ADJUSTMENT - 2010	349.
BASIS ADJUSTMENT - 2011 SALES	91.
NET ROUNDING	11.
NET FACTORING ADJUSTMENT	24.
TOTAL	1,778.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
BANK OF AMERICA, N.A.
ADDRESS:
P.O. BOX 219119
KANSAS CITY, MO 64121-9119
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 15
COMPENSATION .... 39,238.

TOTAL COMPENSATION: 39,238.

RECIPIENT NAME:
UMKC - C/O UNIVERSITY OF MISSOURI
ADDRESS:
215 UNIVERSITY HALL
COLUMBIA, MO 65211-3020
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 34,990.

RECIPIENT NAME:
CHILDREN'S MERCY HOSPITAL
ADDRESS:
2401 GILLHAM ROAD
KANSAS CITY, MO 64108
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 69,980.

RECIPIENT NAME:
KANSAS CITY ART INSTITUTE
ADDRESS:
4415 WARWICK BLVD
KANSAS CITY, MO 64111
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 34,990.

TOTAL GRANTS PAID: 139,960.

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2011

Name of estate or trust: F. M. BERNARDIN CHARITABLE TRUST

Employer identification number: 44-6008545

Note: *Form 5227 filers need to complete only Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-17,191.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	-17,191.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					23,366.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	95,948.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	119,314.

Part III Summary of Parts I and II

Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-17,191.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			119,314.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			102,123.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:

a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover.*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if:*

- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the **smaller** of the amount on line 17 or $2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23 Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

F. M. BERNARDIN CHARITABLE TRUST
44-6008545
Balance Sheet
12/31/2011

BankofAmerica

Cusip	Asset	Units	Basis	Market Value
00206R102	AT&T INC	355.000	8,435.85	10,735 20
0075W0817	CAMBIAR SMALL CAP FUND	4894 578	65,000.00	81,935 24
00817Y108	AETNA INC	75.000	2,931.13	3,164 25
009158106	AIR PRODS & CHEMS INC	48 000	4,233.26	4,089.12
01741R102	ALLEGHENY TECHNOLOGIES INC	86.000	4,626.37	4,110.80
018490102	ALLERGAN INC	139 000	11,262.68	12,195 86
025537101	AMERICAN ELEC PWR INC	312 000	10,062.32	12,888.72
032511107	ANADARKO PETE CORP	122.000	8,269.34	9,312 26
037411105	APACHE CORP	114 000	10,157 86	10,326.12
037411808	APACHE CORP	65.000	3,435 59	3,528.20
037833100	APPLE INC	82.000	14,132 06	33,210 00
053332102	AUTOZONE INC	12.000	3,769.75	3,899 64
054937107	BB&T CORP	443.000	11,959.78	11,150 31
056752108	BAIDU INC	217.000	11,796.70	25,273.99
09062X103	BIOGEN IDEC INC	190.000	19,978.78	20,909 50
110122108	BRISTOL MYERS SQUIBB CO	374.000	12,394 80	13,179 76
125581801	CIT GROUP INC	90.000	3,541 42	3,138 30
13342B105	CAMERON INTL CORP	85 000	3,072 97	4,181.15
143658300	CARNIVAL CORP	227.000	6,567 92	7,409.28
166764100	CHEVRON CORP	213.000	17,078 61	22,663.20
17275R102	CISCO SYS INC	238.000	4,341.74	4,303 04
172967424	CITIGROUP INC	177.000	7,050.44	4,656 87
189754104	COACH INC	196 000	11,976.12	11,963 84
192446102	COGNIZANT TECHNOLOGY SOLUTIONS	58 000	3,919 71	3,729 98
197199409	COLUMBIA ACORN FUND	4144 219	100,000 00	114,214.68
197199813	COLUMBIA ACORN INTERNATIONAL	2360.608	90,000 00	80,992.46
19763T889	COLUMBIA INCOME OPPORTUNITIES	8697 014	100,000.00	81,143 14
19765H586	COLUMBIA INTERNATIONAL VALUE	7811 791	129,568.26	94,444.55
19765H636	COLUMBIA MARSICO INTERNATIONAL	14538.289	174,000 00	146,691 34
19765P596	COLUMBIA SMALL CAP GROWTH I	2712 244	52,000.00	73,610.30
212015101	CONTINENTAL RES INC	9 000	594.03	600 39
231021106	CUMMINS INC	167.000	14,321.41	14,699.34
232806109	CYPRESS SEMICONDUCTOR CORP	137.000	2,913.05	2,313.93
235851102	DANAHER CORP DEL	301 000	12,366 95	14,159 04

F. M. BERNARDIN CHARITABLE TRUST
44-6008545
Balance Sheet
12/31/2011

Bank of America

Cusip	Asset	Units	Basis	Market Value
244217BK0	DEERE JOHN CAP CORP	100000 000	103,662.00	104,509 00
245914817	DELAWARE EMERGING MKTS FUND	7398 069	100,000.00	92,253 92
25243Q205	DIAGEO PLC	81 000	4,666.48	7,081 02
256746108	DOLLAR TREE INC	25.000	2,089 54	2,077.75
260543103	DOW CHEM CO	311.000	4,919.79	8,944.36
268648102	EMC CORP	177.000	2,430.84	3,812.58
277905642	EATON VANCE LARGE-CAP VALUE	11183.668	175,000.00	192,023 58
278058102	EATON CORP	386.000	16,675 21	16,802.58
28336L109	EL PASO CORP	350.000	5,233.08	9,299.50
29476L107	EQUITY RESIDENTIAL	79.000	4,455 33	4,505 37
30212P303	EXPEDIA INC DEL	53.000	2,940 09	1,538.06
343412102	FLUOR CORP	127 000	5,875 28	6,381 75
345370860	FORD MTR CO DEL	446.000	6,039.48	4,798.96
37045V100	GENERAL MTRS CO	224 000	8,411 98	4,540 48
372460105	GENUINE PARTS CO	136.000	5,796 89	8,323.20
38141G104	GOLDMAN SACHS GROUP INC	86 000	13,193.31	7,776.98
38259P508	GOOGLE INC	34.000	20,664.47	21,960.60
406216101	HALLIBURTON CO	611 000	27,037.78	21,085 61
411511306	HARBOR INTERNATIONAL FUND	891 089	45,000.00	46,737 62
423074103	HEINZ H J CO	135.000	6,266 52	7,295.40
42805T105	HERTZ GLOBAL HLDGS INC	344.000	4,242.77	4,031.68
437076102	HOME DEPOT INC	293.000	11,952 54	12,317.72
459200101	INTERNATIONAL BUSINESS MACHS	35 000	3,210.32	6,435.80
46625H100	J P MORGAN CHASE & CO	510 000	21,891.25	16,957.50
469814107	JACOBS ENGR GROUP INC DEL	88.000	4,159 09	3,571.04
487836108	KELLOGG CO	152.000	8,272.14	7,686.64
518439104	LAUDER ESTEE COS INC	217.000	17,726 16	24,373.44
53217V109	LIFE TECHNOLOGIES CORP	195 000	7,000.93	7,587.45
544147101	LORILLARD INC	95.000	10,363.66	10,830.00
550021109	LULULEMON ATHLETICA INC	42.000	2,010.16	1,959.72
55616P104	MACYS INC	480.000	11,712.12	15,446.40
580135101	MCDONALDS CORP	261 000	16,377.30	26,186.13
582839106	MEAD JOHNSON NUTRITION CO	231.000	14,445.20	15,876 63
58405U102	MEDCO HLTH SOLUTIONS INC	41.000	2,037.02	2,291.90

F. M. BERNARDIN CHARITABLE TRUST
44-6008545
Balance Sheet
12/31/2011

Bank of America

Cusip	Asset	Units	Basis	Market Value
58933Y105	MERCK & CO INC	337.000	10,018.15	12,704.90
59156R108	METLIFE INC	218.000	9,625.20	6,797 24
61166W101	MONSANTO CO	333.000	16,196 62	23,333 31
637071101	NATIONAL OILWELL VARCO INC	195 000	13,529 55	13,258 05
63872W409	NATIXIS FDS TR IV AEW REAL	8219.916	119,692.77	139,656.37
654106103	NIKE INC	281.000	15,355.90	27,079 97
655664100	NORDSTROM INC	99.000	3,616.56	4,921 29
670346105	NUCOR CORP	60 000	2,835 07	2,374 20
67103H107	O REILLY AUTOMOTIVE INC	138 000	8,484.14	11,033.10
674599105	OCCIDENTAL PETE CORP DEL	408.000	33,576.11	38,229.60
68002Q248	OLD MUTUAL TS&W MID CAP VALUE	13404.826	100,000.00	112,064.35
69331C108	PG&E CORP	226 000	8,693.07	9,315.72
693390700	PIMCO TOTAL RETURN FUND	22282.812	250,000.00	242,214.17
693475105	PNC FINL SVCS GROUP INC	177.000	9,436 45	10,207 59
693506107	PPG INDS INC	99 000	5,452.41	8,265 51
693718108	PACCAR INC	82.000	4,324 34	3,072.54
717081103	PFIZER INC	729.000	14,374 40	15,775.56
718172109	PHILIP MORRIS INTL INC	174.000	7,187.07	13,655 52
722005220	PIMCO FOREIGN BOND FUND	4512.635	49,625 43	49,142 60
722005667	PIMCO COMMODITY REALRETURN	6353.240	50,000.00	41,550.19
72201F409	PIMCO EMERGING MKT CURRENCY	3165.183	32,000 00	31,366.96
74005P104	PRAXAIR INC	254.000	18,902 97	27,152 60
740189105	PRECISION CASTPARTS CORP	112 000	14,751.24	18,456.48
741503403	PRICELINE COM INC	55.000	13,590 44	25,724.05
747525103	QUALCOMM INC	249 000	14,005.78	13,620 30
74834L100	QUEST DIAGNOSTICS INC	50.000	2,829.03	2,903.00
754907103	RAYONIER INC	96 000	4,117.35	4,284.48
78486Q101	SVB FINL GROUP	106.000	4,982.72	5,055.14
786514208	SAFEWAY INC	249.000	5,652.58	5,238 96
816851109	SEMPRA ENERGY	156.000	8,417.00	8,580 00
855244109	STARBUCKS CORP	629 000	21,506 48	28,940 29
85590A401	STARWOOD HOTELS & RESORTS	150.000	2,985.39	7,195.50
872540109	TJX COS INC NEW	556.000	26,350.94	35,889 80
883203101	TEXTRON INC	155.000	4,122 57	2,865 95

F. M. BERNARDIN CHARITABLE TRUST
44-6008545
Balance Sheet
12/31/2011

Bank of America

Cusip	Asset	Units	Basis	Market Value
883556102	THERMO FISHER SCIENTIFIC CORP	153.000	7,615.61	6,880.41
886547108	TIFFANY & CO NEW	151 000	6,352.39	10,005 26
887317303	TIME WARNER INC	691.000	24,878 85	24,972.74
896945201	TRIPADVISOR INC	53 000	0 00	1,336 13
902973304	US BANCORP DEL	1034 000	22,071.25	27,969.70
907818108	UNION PAC CORP	232.000	12,140.14	24,578.08
911312106	UNITED PARCEL SVC INC	116.000	8,275 75	8,490 04
913017109	UNITED TECHNOLOGIES CORP	141.000	6,391.89	10,305.69
913017BH1	UNITED TECHNOLOGIES CORP	100000.000	100,524 00	112,332.00
91324P102	UNITEDHEALTH GROUP INC	145 000	4,866.90	7,348 60
922042858	VANGUARD MSCI EMERGING MKTS	875 000	35,975 50	33,433 75
92553P201	VIACOM INC	129 000	5,469.47	5,857.89
92826C839	VISA INC	249 000	21,553.73	25,280 97
929903AJ1	WACHOVIA CORP	100000 000	99,290 00	105,477.00
942683103	WATSON PHARMACEUTICALS INC	83.000	3,581.33	5,008 22
949746101	WELLS FARGO & CO	927.000	28,456.82	25,548 12
949746879	WELLS FARGO & CO NEW	196 000	3,954.67	5,572 28
949746CL3	WELLS FARGO & CO NEW	50000.000	50,368.50	51,288.50
969457100	WILLIAMS COS INC DEL	231.000	5,653.00	7,627.62
983134107	WYNN RESORTS LTD	205 000	24,174.50	22,650.45
98389B100	XCEL ENERGY INC	279.000	6,017 92	7,711.56
98742U100	YOUKU INC	258 000	10,238.30	4,042 86
988498101	YUM BRANDS INC	339 000	15,867 04	20,004.39
9O3729100	OIL GAS OR OTHER MINERALS	1.000	1.00	450,027 00
G1151C101	ACCENTURE PLC	350.000	18,956.15	18,630 50
H0023R105	ACE LTD	256.000	14,716.06	17,950.72
H84989104	TE CONNECTIVITY LTD	206 000	6,166.17	6,346 86
M22465104	CHECK POINT SOFTWARE TECH LTD	144.000	8,094.76	7,565 76
Y0486S104	AVAGO TECHNOLOGIES LTD	100 000	2,784 05	2,886 00
	Cash/Cash Equivalent	153440 570	153,440.57	153,440.57
		Totals:	3,245,631 68	3,884,619.11