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

OMB No 1545-0052

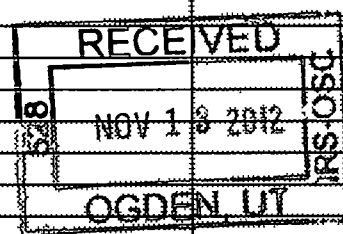
2011

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

For calendar year 2011 or tax year beginning 10/19/11, and ending 12/31/11

Name of foundation Talmage Family Foundation		A Employer identification number 45-3630423
Number and street (or P.O. box number if mail is not delivered to street address) P.O. Box 12490	Room/suite	B Telephone number (see instructions)
City or town, state, and ZIP code Columbus OH 43212		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input checked="" 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 type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 15,804,609	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)	14,959,379			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	68	68		
	4 Dividends and interest from securities	1,500	1,500		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	834,240			
	b Gross sales price for all assets on line 6a 1,477,296				
	7 Capital gain net income (from Part IV, line 2)		834,240		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns & allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	15,795,187	835,808	0	
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) See Stmt 1	610	610		
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch) Stmt 2	17,298	17,298		
	24 Total operating and administrative expenses. Add lines 13 through 23	17,908	17,908	0	0
25 Contributions, gifts, grants paid See Statement 3	688,000			688,000	
26 Total expenses and disbursements. Add lines 24 and 25	705,908	17,908	0	688,000	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	15,089,279				
b Net investment income (if negative, enter -0-)		817,900			
c Adjusted net income (if negative, enter -0-)			0		



For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments		10,125,489	10,125,489
	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 (att schedule) ▶			
		Less allowance for doubtful accounts ▶	0		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) See Stmt 4		2,819,680	2,819,680
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
Liabilities		Less accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule) See Statement 5		1,421,540	2,859,440
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	0	14,366,709	15,804,609
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
Net Assets or Fund Balances	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/>			
	24	Unrestricted		14,366,709	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>			
	27	Capital stock, trust principal, or current funds			
	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)	0	14,366,709	
	31	Total liabilities and net assets/fund balances (see instructions)	0	14,366,709	

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	0
2	Enter amount from Part I, line 27a	2	15,089,279
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	15,089,279
5	Decreases not included in line 2 (itemize) ▶ See Statement 6	5	722,570
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	14,366,709

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 Wells Fargo Statement	D	11/10/11	11/10/11
b See Well Fargo Statement	D	11/10/11	11/10/11
c Wells Fargo Futures	D	11/10/11	11/10/11
d Wells Fargo Futures	D	11/10/11	11/10/11
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 1,069,742		289,017	780,725
b 375,494		354,039	21,455
c 12,824			12,824
d 19,236			19,236
e			

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			780,725
b			21,455
c			12,824
d			19,236
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px; display: inline-block;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	834,240
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	<div style="border: 1px solid black; padding: 2px; display: inline-block;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div>	3	40,691

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

N/A

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			
2009			
2008			
2007			
2006			

2 Total of line 1, column (d)	2
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
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4
5 Multiply line 4 by line 3	5
6 Enter 1% of net investment income (1% of Part I, line 27b)	6
7 Add lines 5 and 6	7
8 Enter qualifying distributions from Part XII, line 4 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	8

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	16,358
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	16,358
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	16,358
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	204
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	16,562
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		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)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> OH		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

N/A

Stmt 7

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ Ralph W. Talmage 1291 Arlington Ave Located at ▶ Columbus OH ZIP+4 ▶ 43212	Telephone no ▶ 614-486-1269		
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		
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	N/A	1b
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	N/A	1c
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? If "Yes," list the years ▶ 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 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.)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		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)? ☐ N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ N/A **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (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
Ralph W. Talmage P.O. Box 12490 Columbus OH 43212	President 0.00	0	0	0
Joan S. Talmage P.O. Box 12490 Columbus OH 43212	Vice Preside 0.00	0	0	0
Scott W. Talmage 949 Varsity Ave Columbus OH 43221	Trustee 0.00	0	0	0
Daniel B. Talmage 1454 Lincoln Road Columbus OH 43221	Trustee 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		

Total number of others receiving over \$50,000 for professional services ▶**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 N/A	
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 N/A	
2	
All other program-related investments See instructions 3	

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	5,679,120
b	Average of monthly cash balances	1b	10,125,489
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	15,804,609
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	15,804,609
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	237,069
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,567,540
6	Minimum investment return. Enter 5% of line 5	6	157,808

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	157,808
2a	Tax on investment income for 2011 from Part VI, line 5	2a	16,358
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	16,358
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	141,450
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	141,450
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	141,450

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	688,000
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1b	
b	Program-related investments—total from Part IX-B		
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	688,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	688,000

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

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				141,450
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 688,000				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				141,450
e Remaining amount distributed out of corpus	546,550			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	546,550			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
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				0
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)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	546,550			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011	546,550			

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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))

Ralph W. Talmage \$14,959,379

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

N/A

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

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 Statement 8				688,000
Total			▶ 3a	688,000
b Approved for future payment N/A				
Total			▶ 3b	

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						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	68	
4	Dividends and interest from securities			14	1,500	
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	815,004	19,236
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		816,572	19,236
13	Total. Add line 12, columns (b), (d), and (e)				13	835,808

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- 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
- (2) Other assets
- b** Other transactions
- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- 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.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No


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

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

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 trustee

10/1/12
Date

President

Paid
Preparer
Use Only

Pnnl/Type preparer's name

Preparer's signature _____

Date _____

Check ☐ if self-employed

Jane E. Pfeifer, CPA

Firm's name ▶ Clark, Schaefer, Hackett & Co.
Firm's address ▶ 150 East Campus View Boulevard, Ste 100
Columbus, OH 43235

PTIN P00014949

Firm's EIN ▶ 31-0800053

Phone no 614-885-2208

Form **990-PF** (2011)

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

Schedule of Contributors

OMB No 1545-0047

2011

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

Name of the organization

Employer identification number

Talmage Family Foundation

45-3630423

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

Name of organization

Talmage Family Foundation

Employer identification number

45-3630423

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Ralph W. Talmage 1291 Arlington Ave Columbus OH 43212	\$ 14,959,379	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Talmage Family Foundation

Employer identification number

45-3630423

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	Markwest Energy Partners (15900)	\$ 796,749	11/07/11
1	Regency Energy Partners (12500)	\$ 279,000	11/07/11
1	Golar Lng Ltd (5000)	\$ 189,750	11/10/11
1	Legacy Reserves LP (2000)	\$ 55,160	11/10/11
1	Pioneer Southwest Energy (2000)	\$ 58,340	11/10/11
1	Targa Resrces Prtnrs LP (7500)	\$ 260,700	11/10/11

Name of organization

Talmage Family Foundation

Employer identification number

45-3630423

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	Markwest Energy Partners (4000)	\$ 220,240	12/01/11
1	Regency Energy Partners LP (4000)	\$ 99,440	12/01/11
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Legal Fees	\$ 610	\$ 610	\$	\$
Total	\$ 610	\$ 610	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses			\$	
Comissions	17,298	17,298		
Total	\$ 17,298	\$ 17,298	\$ 0	\$ 0

Federal Statements**Statement 3 - Form 990-PF, Part I, Line 25 - Noncash Contributions, Gifts, Grants**

<u>Amount</u>	<u>Noncash Description</u>	<u>FMV Explanation</u>	<u>Book Value Amount</u>	<u>Book Value Explanation</u>	<u>Date</u>
1,000					11/25/11
5,000					11/23/11
1,000					11/28/11
5,000					11/28/11
1,000					11/29/11
5,000					11/30/11
5,000					11/30/11
5,000					12/01/11
5,000					12/01/11
1,000					12/02/11
1,000					12/02/11
5,000					12/02/11
1,000					12/05/11
1,000					12/07/11
1,000					12/07/11
1,000					12/08/11
100,000					12/08/11
5,000					12/20/11
1,000					12/21/11
1,000					12/22/11
10,000					12/22/11
1,000					12/28/11
10,000					12/28/11
516,000					12/28/11

Federal Statements

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
See Optionspress Statement	\$	\$ 2,819,680	Market	\$ 2,819,680
Total	\$ 0	\$ 2,819,680		\$ 2,819,680

Statement 5 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Cash Futures Wells Fargo	\$	\$ 1,199,290	Market	\$ 2,637,190
See Wells Fargo Statement		222,250	Market	222,250
Total	\$ 0	\$ 1,421,540		\$ 2,859,440

Statement 6 - Form 990-PF, Part III, Line 5 - Other Decreases

<u>Description</u>	<u>Amount</u>
Book/Tax difference on sale of contributed securities	\$ 722,570
Total	<u>\$ 722,570</u>

3752 Talmage Family Foundation

45-3630423

FYE: 12/31/2011

Federal Statements

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Statement 7 - Form 990-PF, Part VII-A, Line 10 - Substantial Contributors

Name

Address

City, State, Zip

Ralph W. Talmage

1291 Arlington Ave

Columbus OH 43212

Federal Statements**Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000**

<u>Name of Manager</u>	<u>Amount</u>
Ralph W. Talmage	\$ <u>14,959,379</u>
Total	\$ <u><u>14,959,379</u></u>

Federal Statements

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Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name		Address		Relationship	Status	Purpose	Amount
Address							
Macular Degeneration Research				None	Pub. Charity Health, Education, Religion	1,000	
Mid Ohio Food Bank OH				None	Pub. Charity Health, Education, Religion	5,000	
The Salvation Army				None	Pub. Charity Health, Education, Religion	1,000	
Furn Bank of Central Ohio				None	Pub. Charity Health, Education, Religion	5,000	
Central Community House				None	Pub. Charity Health, Education, Religion	1,000	
United Way				None	Pub. Charity Health, Education, Religion	5,000	
Back Bay Mission				None	Pub. Charity Health, Education, Religion	5,000	
Red Cross				None	Pub. Charity Health, Education, Religion	5,000	
GHMC Education Fdn				None	Pub. Charity Health, Education, Religion	5,000	
Tandana Fdn				None	Pub. Charity Health, Education, Religion	1,000	
Creative Living				None	Pub. Charity Health, Education, Religion	1,000	
World Neighbors				None	Pub. Charity Health, Education, Religion	5,000	
Columbus Museum of Art				None	Pub. Charity Health, Education, Religion	1,000	
First Community Church				None	Pub. Charity Health, Education, Religion	1,000	
YWCA Family Center				None	Pub. Charity Health, Education, Religion	1,000	
Habitat for Humanity				None	Pub. Charity Health, Education, Religion	1,000	
First Community Church				None	Pub. Charity Health, Education, Religion	100,000	

Federal Statements

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**Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name		Address		Relationship	Status	Purpose	Amount
Address							
St Stephens Comm House			None		Pub. Charity Health, Education, Religion		5,000
National Ch Residences Fdn			None		Pub. Charity Health, Education, Religion		1,000
The Open Shelter Inc			None		Pub. Charity Health, Education, Religion		1,000
Somerset United Methodist			None		Pub. Charity Health, Education, Religion		10,000
SEEP Grika USA			None		Pub. Charity Heath Education Religion		1,000
Columbus Foundation			None		Pub. Charity Health, Education, Religion		10,000
Heidelberg University			None		Pub. Charity Health, Education, Religion		516,000
Total							688,000

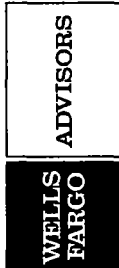
Federal Statements

Taxable Interest on Investments

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code	US Obs (\$ or %)
	\$ 68		14		
Total	<u>\$ 68</u>				

Taxable Dividends from Securities

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code	US Obs (\$ or %)
See Wells Fargo Statement	\$ 1,500		14		
Total	<u>\$ 1,500</u>				



2011 ENHANCED SUMMARY

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As of Date: 2/03/12

Your Financial Advisor :
BOB MARTIN
700 ACKERMAN ROAD
SUITE 400
COLUMBUS OH 43202
(614) 262-6550

TALMAGE FAMILY FOUNDATION
P O BOX 12490
COLUMBUS OH 43212-0490

Account Number: 4787-6373

Year-End Account Summary

This information is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes.
Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

The Internal Revenue Service has made changes to Form 1099-B ("Proceeds From Broker and Barter Exchange Transactions") reporting requirements To ensure consistency between our treatment of reportable and non-reportable accounts, significant modifications to our statements have been made starting with Tax Year 2011 We are providing cost basis information as supplemental information when it is available, to assist you with completing your tax return, however, THIS INFORMATION IS NOT PROVIDED TO THE INTERNAL REVENUE SERVICE. Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

LONG TERM GAINS OR LOSSES (Box 8)

Proceeds from Broker and Barter Exchange Transactions for 2011

Description (Box 9) LP CUSIP 570759100	Non-Covered (Box 6)	Share Quantity	Sale Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Proceeds (Box 2)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
MARKWEST ENERGY PARTNERS	X	3,700.0000	50.01000	02/19/09	11/07/11	184,795.84	40,810.99	143,984.85	SALE
	X	2,800.0000	49.82000	VARIOUS	11/07/11	139,313.43	30,163.98	109,149.45	SALE
	X	2,394.0000	49.96000	03/03/09	11/07/11	119,458.30	23,533.01	95,925.29	SALE
	X	700.0000	49.88000	03/03/09	11/07/11	34,870.39	6,881.00	27,989.39	SALE
	X	688.0000	49.85000	03/03/09	11/07/11	34,251.97	6,763.04	27,488.93	SALE
	X	600.0000	50.01800	03/03/09	11/07/11	29,974.22	5,898.00	24,076.22	SALE
	X	600.0000	49.97000	03/03/09	11/07/11	29,945.42	5,898.00	24,047.42	SALE
	X	600.0000	49.97000	03/03/09	11/07/11	29,942.89	5,898.00	24,044.89	SALE
	X	538.0000	49.90000	03/03/09	11/07/11	26,811.14	5,288.54	21,522.60	SALE
	X	500.0000	50.01000	03/03/09	11/07/11	24,974.52	4,915.00	20,059.52	SALE
	X	500.0000	49.96000	03/03/09	11/07/11	24,947.42	4,915.00	20,032.42	SALE
	X	406.0000	50.00000	03/03/09	11/07/11	20,275.25	3,990.98	16,284.27	SALE
	X	400.0000	50.00000	03/03/09	11/07/11	19,973.93	3,932.00	16,041.93	SALE
	X	400.0000	49.89000	03/03/09	11/07/11	19,929.94	3,931.99	15,997.95	SALE
	X	300.0000	49.99000	03/03/09	11/07/11	14,978.71	2,949.00	12,029.71	SALE
	X	200.0000	49.99000	03/03/09	11/07/11	9,984.97	1,966.00	8,018.97	SALE
	X	101.0000	50.02000	03/03/09	11/07/11	5,045.44	992.83	4,052.61	SALE
	X	100.0000	50.01140	03/03/09	11/07/11	4,990.04	983.00	4,007.04	SALE
	X	100.0000	49.98000	03/03/09	11/07/11	4,991.90	983.00	4,008.90	SALE

001 / 6B / 6BBM

2011 ENHANCED SUMMARY

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As of Date: 2/03/12

Your Financial Advisor :

BOB MARTIN
700 ACKERMAN ROAD
SUITE 400
COLUMBUS OH 43202
(614) 262-6550

TALMAGE FAMILY FOUNDATION
P O BOX 12490
COLUMBUS OH 43212-0490

Account Number: 4787-6373

Year-End Account Summary

This information is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes.
Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

Proceeds from Broker and Barter Exchange Transactions for 2011

Description (Box 9)	Non-Covered (Box 6)	Share Quantity	Sale Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Proceeds (Box 2)*	Continued		Transaction Description
							Cost or Other Basis (Box 3)	Gain or Loss Amount	
REGENCY ENERGY PARTNERS CUSIP 75885Y107	X	100.0000	50.04000	03/03/09	11/07/11	4,997.48	982.99	4,014.49	SALE
	X	100.0000	49.95000	03/03/09	11/07/11	4,988.48	982.99	4,005.49	SALE
	X	73.0000	50.05000	03/03/09	11/07/11	3,648.89	717.58	2,931.31	SALE
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES	X	4,500.0000	22.17620	VARIOUS	11/07/11	99,665.98	44,028.00	55,637.98	SALE
	X	3,200.0000	22.09400	VARIOUS	11/07/11	70,599.47	33,468.53	37,130.94	SALE
	X	2,600.0000	22.24350	03/03/09	11/07/11	57,685.74	26,077.98	31,607.76	SALE
	X	1,400.0000	22.24160	03/03/09	11/07/11	31,058.89	14,041.99	17,016.90	SALE
	X	800.0000	22.09000	03/03/09	11/07/11	17,641.63	8,023.98	9,617.65	SALE
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES							289,017.40	780,724.88	

OTHER TERM GAINS OR LOSSES (Box 8)

Proceeds from Broker and Barter Exchange Transactions for 2011

Description (Box 9)	Non-Covered (Box 6)	Share Quantity	Sale Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Proceeds (Box 2)*	Continued		Transaction Description
							Cost or Other Basis (Box 3)	Gain or Loss Amount	
LEGACY RESERVES LP CUSIP 524707304	X	1,100.0000	28.01000	11/10/11	11/10/11	30,755.41	N/A	N/A	SALE
	X	900.0000	28.03000	11/10/11	11/10/11	25,176.52	N/A	N/A	SALE
PIONEER SOUTHWEST ENERGY PARTNERS LP CUSIP 72388B106	X	1,600.0000	28.96900	11/10/11	11/10/11	46,269.51	N/A	N/A	SALE
	X	400.0000	28.95000	11/10/11	11/10/11	11,554.78	N/A	N/A	SALE
TARGA RESRCES PRTRNS LP CUSIP 87611X105	X	6,020.0000	34.96000	11/10/11	11/10/11	210,053.84	N/A	N/A	SALE
	X	500.0000	35.00000	11/10/11	11/10/11	17,466.32	N/A	N/A	SALE
	X	400.0000	34.97000	11/10/11	11/10/11	13,961.07	N/A	N/A	SALE

001 / 6B / 6BBM

* See Oct-Nov Statement for Basis



2011 ENHANCED SUMMARY

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As of Date: 2/03/12

Your Financial Advisor :
BOB MARTIN
700 ACKERMAN ROAD
SUITE 400
COLUMBUS OH 43202
(614) 262-6550

TALMAGE FAMILY FOUNDATION
P O BOX 12490
COLUMBUS OH 43212-0490

Account Number: 4787-6373

Year-End Account Summary

This information is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes.
Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

Proceeds from Broker and Barter Exchange Transactions for 2011

Description (Box 9)	Non-Covered (Box 6)	Share Quantity	Sale Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Proceeds (Box 2)*	Continued		Transaction Description
							Cost or Other Basis (Box 3)	Gain or Loss Amount	
X		280.0000	35.01000	11/10/11	11/10/11	9,778.94	N/A	N/A	SALE
X		200.0000	35.00010	11/10/11	11/10/11	6,986.55	N/A	N/A	SALE
X		100.0000	34.98000	11/10/11	11/10/11	3,491.26	N/A	N/A	SALE
TOTAL OTHER TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES							0.00	0.00	
							375,494.20	0.00	

* Box 2 Sales price less commissions and option premiums

2011 ENHANCED SUMMARY

Page 8 of 18

As of Date: 2/03/12

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TALMAGE FAMILY FOUNDATION
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COLUMBUS OH 43212-0490

Account Number: 4787-6373

Details of the Year-End Account Summary

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Tax reporting requirements can create differences with the amounts previously reported in monthly client statements. If you have an investment in a mutual fund, regulated investment company (RIC), real estate investment trust (REIT), or unit investment trust (UIT), some of those issuers provide reclassification information after the original tax form is printed. We will issue an amended form for information received after your original tax forms are generated.

Dividends and Distributions

Description	Notes	Payment Date	# of Payments	Activity	Amount	Box	Country
GOLAR LNG LTD		12/22/2011	1	QUALIFIED DIVIDEND	1,500.00	1a, 1b	BD
TOTAL ORDINARY DIVIDENDS (INCLUDING QUALIFIED DIVS AND SHORT TERM CAP GAINS)					1,500.00	1a	
TOTAL QUALIFIED DIVIDENDS					1,500.00	1b	

Interest Income

Description	Notes	Payment Date	# of Payments	Activity	Amount	Box	Country	CUSIP (Box 10)
BANK DEPOSIT SWEEP		VARIOUS	2	INTEREST	68.07	1		09999052
TOTAL INTEREST INCOME NOT INCLUDED IN BOX 3					68.07	1		

Annual Statement Information

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Account Number: 4787-6373
 Command Account Number: 9089777244
 TALMAGE FAMILY FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
Subtotal									
TARGA RESOURCES PARTNERS LP		X	6,020.00000	0.0000	11/10/11	11/10/11	210,053.84	NOT PROVIDED P	N/A
		X	500.00000	0.0000	11/10/11	11/10/11	17,466.32	NOT PROVIDED P	N/A
		X	400.00000	0.0000	11/10/11	11/10/11	13,961.07	NOT PROVIDED P	N/A
		X	280.00000	0.0000	11/10/11	11/10/11	9,778.94	NOT PROVIDED P	N/A
		X	200.00000	0.0000	11/10/11	11/10/11	6,986.55	NOT PROVIDED P	N/A
		X	100.00000	0.0000	11/10/11	11/10/11	3,491.26	NOT PROVIDED P	N/A
Subtotal			7,500.00000				261,737.98	0.00	0.00
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES									
TOTAL SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES									
For some tax lots complete data is not available. Therefore, you may see N/A in the Proceeds or Gain / Loss column, or Not Provided in the Cost column. In these situations, you should determine the actual cost or proceeds and calculate the Gain / Loss. Please note that in these situations, the totals and subtotals will include any available cost or proceeds, even if the Gain / Loss is marked N/A.									
Long Term									
MARKWEST ENERGY PARTNERS LP									
		X	3,700.00000	11.0000	02/19/09	11/07/11	184,795.84	40,810.99P	143,984.85
		X	2,200.00000	11.0000	02/19/09	11/07/11	109,460.55	24,265.98P	85,194.57
		X	600.00000	9.8000	03/03/09	11/07/11	29,852.88	5,898.00P	23,954.88
		X	2,394.00000	9.8000	03/03/09	11/07/11	119,458.30	23,533.01P	95,925.29
		X	700.00000	9.8000	03/03/09	11/07/11	34,870.39	6,881.00P	27,989.39
		X	688.00000	9.8000	03/03/09	11/07/11	34,251.97	6,763.04P	27,488.93
		X	600.00000	9.8000	03/03/09	11/07/11	29,974.22	5,898.00P	24,076.22
		X	600.00000	9.8000	03/03/09	11/07/11	29,945.42	5,898.00P	24,047.42
		X	600.00000	9.8000	03/03/09	11/07/11	29,942.89	5,898.00P	24,044.89

see ~~OLA-108000~~ *start for Basis* \$0.00
 \$375,494.20
 For some tax lots complete data is not available. Therefore, you may see N/A in the Proceeds or Gain / Loss column, or Not Provided in the Cost column. In these situations, you should determine the actual cost or proceeds and calculate the Gain / Loss. Please note that in these situations, the totals and subtotals will include any available cost or proceeds, even if the Gain / Loss is marked N/A.

Annual Statement Information

Account Number: 4787-6373
 Command Account Number: 9089777244
 TALMAGE FAMILY FOUNDATION
 For Banking Inquiries call: 1-888-215-3904

WELLS
FARGO

ADVISORS

Realized Gain/Loss

Long Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
		X	538.00000	9.8000	03/03/09	11/07/11	26,811.14	5,288.54 _p	21,522.60
		X	500.00000	9.8000	03/03/09	11/07/11	24,974.52	4,915.00 _p	20,059.52
		X	500.00000	9.8000	03/03/09	11/07/11	24,947.42	4,915.00 _p	20,032.42
		X	406.00000	9.8000	03/03/09	11/07/11	20,275.25	3,990.98 _p	16,284.27
		X	400.00000	9.8000	03/03/09	11/07/11	19,973.93	3,932.00 _p	16,041.93
		X	400.00000	9.8000	03/03/09	11/07/11	19,929.94	3,931.99 _p	15,997.95
		X	300.00000	9.8000	03/03/09	11/07/11	14,978.71	2,949.00 _p	12,029.71
		X	200.00000	9.8000	03/03/09	11/07/11	9,984.97	1,966.00 _p	8,018.97
		X	101.00000	9.8000	03/03/09	11/07/11	5,045.44	992.83 _p	4,052.61
		X	100.00000	9.8000	03/03/09	11/07/11	4,990.04	983.00 _p	4,007.04
		X	100.00000	9.8000	03/03/09	11/07/11	4,991.90	983.00 _p	4,008.90
		X	100.00000	9.8000	03/03/09	11/07/11	4,997.48	982.99 _p	4,014.49
		X	100.00000	9.8000	03/03/09	11/07/11	4,988.48	982.99 _p	4,005.49
		X	73.00000	9.8000	03/03/09	11/07/11	3,648.89	717.58 _p	2,931.31
Subtotal			15,900.00000				793,090.57	163,376.92	629,713.65
REGENCY ENERGY PARTNERS		X	2,300.00000	9.3600	01/15/09	11/07/11	50,940.38	21,623.85 _p	29,316.53
		X	700.00000	9.3500	01/15/09	11/07/11	15,503.60	6,579.17 _p	8,924.43
		X	1,500.00000	10.5200	02/02/09	11/07/11	33,222.00	15,824.98 _p	17,397.02
		X	1,972.00000	10.5200	02/02/09	11/07/11	43,506.92	20,804.57 _p	22,702.35
		X	528.00000	10.2900	02/02/09	11/07/11	11,648.91	5,448.96 _p	6,199.95
		X	300.00000	10.4800	02/02/09	11/07/11	6,618.70	3,153.00 _p	3,465.70
		X	200.00000	10.2500	02/02/09	11/07/11	4,412.47	2,056.00 _p	2,356.47
		X	200.00000	10.0000	03/03/09	11/07/11	4,412.47	2,006.00 _p	2,406.47
		X	2,600.00000	10.0000	03/03/09	11/07/11	57,685.74	26,077.98 _p	31,607.76