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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**

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 , and ending

Name of foundation L FLORENCE SCHMIDT FOUNDATION		A Employer identification number 51-0644401
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A - 101N Independence Mall E MACY1372-062		B Telephone number (see instructions) (888) 730-4933
City or town, state, and ZIP code Philadelphia PA 19106-2112		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: ☒ 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) \$ 3,448,892	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	148,135	148,135		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	40,612			
	b Gross sales price for all assets on line 6a	718,513			
	7 Capital gain net income (from Part IV, line 2)		40,612		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	0	0	0		
12 Total. Add lines 1 through 11	188,747	188,747	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	32,428	24,321		8,107
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	2,249	0	0	2,249
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,327	1,316	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	2,624	2,624	0	0
	24 Total operating and administrative expenses. Add lines 13 through 23	38,628	28,261	0	10,356
	25 Contributions, gifts, grants paid	388,540			388,540
26 Total expenses and disbursements. Add lines 24 and 25	427,168	28,261	0	398,896	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-238,421				
b Net investment income (if negative, enter -0-)		160,486			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

(HTA)

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Form 990-PF (2011) L FLORENCE SCHMIDT FOUNDATION

51-0644401

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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		3,635	20,373	20,373
	2	Savings and temporary cash investments		93,898	45,144	45,144
	3	Accounts receivable ▶	0			
		Less allowance for doubtful accounts ▶	0	0	0	0
	4	Pledges receivable ▶	0			
		Less allowance for doubtful accounts ▶	0	0	0	0
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)		0	0	0
	7	Other notes and loans receivable (attach schedule) ▶	0			
		Less allowance for doubtful accounts ▶	0	0	0	0
	8	Inventories for sale or use		0	0	
	9	Prepaid expenses and deferred charges			0	
	10 a	Investments—U S and state government obligations (attach schedule)		0	0	0
	b	Investments—corporate stock (attach schedule)		0	305,594	341,010
	c	Investments—corporate bonds (attach schedule)		0	603,560	626,955
	11	Investments—land, buildings, and equipment basis ▶	0			
	Less accumulated depreciation (attach schedule) ▶	0	0	0	0	
12	Investments—mortgage loans					
13	Investments—other (attach schedule)		3,797,540	2,679,282	2,415,410	
14	Land, buildings, and equipment basis ▶	0				
	Less accumulated depreciation (attach schedule) ▶	0	0	0	0	
15	Other assets (describe ▶)		0	0	0	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		3,895,073	3,653,953	3,448,892	
Liabilities	17	Accounts payable and accrued expenses		0	0	
	18	Grants payable				
	19	Deferred revenue		0	0	
	20	Loans from officers, directors, trustees, and other disqualified persons		0	0	
	21	Mortgages and other notes payable (attach schedule)		0	0	
	22	Other liabilities (describe ▶)		0	0	
	23	Total liabilities (add lines 17 through 22)		0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒				
	27	Capital stock, trust principal, or current funds		3,895,073	3,653,953	
	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)		3,895,073	3,653,953		
31	Total liabilities and net assets/fund balances (see instructions)		3,895,073	3,653,953		

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	3,895,073
2	Enter amount from Part I, line 27a	2	-238,421
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	11,933
4	Add lines 1, 2, and 3	4	3,668,585
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	14,632
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,653,953

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	40,612
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	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(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	382,967	3,707,014	0.103309	
2009	167,067	3,408,897	0.049009	
2008	512,431	4,018,693	0.127512	
2007	319,069	4,913,980	0.064931	
2006			0.000000	
2 Total of line 1, column (d)			2	0.344761
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	0.086190
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4	3,739,864
5 Multiply line 4 by line 3			5	322,339
6 Enter 1% of net investment income (1% of Part I, line 27b)			6	1,605
7 Add lines 5 and 6			7	323,944
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	398,896

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	1,605
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3 Add lines 1 and 2	3	1,605
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,605
6 Credits/Payments		
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	11
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	0
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	11
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	20
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,614
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ Refunded ☐	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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)? <i>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</i>		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 ☐ \$ _____ (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? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a 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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ FL _____		
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? <i>If "No," attach explanation</i>		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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WELLS FARGO BANK N A Telephone no ► 888-730-4933 Located at ► 101N Independence Mall E MACY 1372-062 Philadelphia PA ZIP+4 ► 19106-2112			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	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 ► 20 _____, 20 _____, 20 _____, 20 _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 _____, 20 _____, 20 _____, 20 _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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	N/A
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 N/A

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ 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

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

N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N A 101N Independence Mall E MACY1372-062 Phi	Trustee 4 00	32,428	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

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

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

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

0

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE	
2	
3	
4	

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

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

Amount

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	3,690,005
b	Average of monthly cash balances	1b	106,811
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,796,816
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,796,816
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	56,952
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,739,864
6	Minimum investment return. Enter 5% of line 5	6	186,993

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	186,993
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,605
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	1,605
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	185,388
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	185,388
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	185,388

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	398,896
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	398,896
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	1,605
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	397,291

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				185,388
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	312,333			
d From 2009	NONE			
e From 2010	199,540			
f Total of lines 3a through e	511,873			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 398,896				
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)	0			
d Applied to 2011 distributable amount				185,388
e Remaining amount distributed out of corpus	213,508			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	725,381			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				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)	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	725,381			
10 Analysis of line 9				
a Excess from 2007	0			
b Excess from 2008	312,333			
c Excess from 2009	0			
d Excess from 2010	199,540			
e Excess from 2011	213,508			

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

N/A

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

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2011	(b) 2010	(c) 2009	(d) 2008	
0				0
b 85% of line 2a	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0			0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0			0
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)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

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

Recipient 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 <i>Paid during the year</i> See Attached Statement				
Total			3a	388,540
b <i>Approved for future payment</i> NONE				
Total			3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1 Program service revenue					
a _____		0		0	0
b _____		0		0	0
c _____		0		0	0
d _____		0		0	0
e _____		0		0	0
f _____		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	148,135	
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	40,612	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____		0		0	0
b _____		0		0	0
c _____		0		0	0
d _____		0		0	0
e _____		0		0	0
12 Subtotal. Add columns (b), (d), and (e)		0		188,747	0
13 Total. Add line 12, columns (b), (d), and (e)				13	188,747

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

- | | | 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 | | |

[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

**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.

John A. Sulentic

5/1/2012
ate

VP AND TAX DIRECTOR
Title

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 _____

PTIN

JOSEPH J CASTRIANO

Alfred

17	5/1/20
----	--------

Check ☒ if self-employed

P01251603

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
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Account Name: L FLORENCE SCHMIDT FOUNDATION

Account Number: 4019875286

EIN: 51-0644401

Florida does not require and prefers that a copy of the 990-PF is not filed with their office.

L FLORENCE SCHMIDT FOUNDATION - ACCT 4019875286

EIN 51-0644401

Calendar Year End 12/31/2011

Security Category	Account #	CUSIP	Asset Name	Units	Fed Cost	FMV	FED COST	FMV
Cash	4019875286				20,373.24	20,373.24	20,373.24	20,373.24
TOTAL CASH								
Invest - Corp Stock	4019873992	002898207	ABERCROMBIE & FITCH CO CL A	35	2,139.36	1,709.40		
Invest - Corp Stock	4019873992	018490102	ALLERGAN INC	29	1,711.85	2,544.46		
Invest - Corp Stock	4019873992	023135106	AMAZON COM INC COM	7	342.15	1,211.70		
Invest - Corp Stock	4019873992	025537101	AMERICAN ELECTRIC POWER INC	52	2,003.18	2,148.12		
Invest - Corp Stock	4019873992	025816109	AMERICAN EXPRESS CO	37	1,854.39	1,745.29		
Invest - Corp Stock	4019873992	037833100	APPLE INC	39	4,699.91	15,795.00		
Invest - Corp Stock	4019873992	097023105	BOEING CO	30	2,006.69	2,200.50		
Invest - Corp Stock	4019873992	099724106	BORG WARNER INC	33	1,941.38	2,103.42		
Invest - Corp Stock	4019873992	156782104	CERNER CORP COM	16	915.70	980.00		
Invest - Corp Stock	4019873992	177376100	CITRIX SYS INC COM	44	1,815.76	2,671.68		
Invest - Corp Stock	4019873992	200340107	COMERICA INC	59	2,243.52	1,522.20		
Invest - Corp Stock	4019873992	235851102	DANAHER CORP	37	1,981.99	1,740.48		
Invest - Corp Stock	4019873992	268648102	E M C CORP MASS	93	1,180.06	2,003.22		
Invest - Corp Stock	4019873992	302182100	EXPRESS SCRIPTS INC COMMON STOCK	44	2,411.13	1,966.36		
Invest - Corp Stock	4019873992	307000109	FAMILY DLR STORES INC	46	2,553.76	2,652.36		
Invest - Corp Stock	4019873992	458140100	INTEL CORP	86	1,987.33	2,085.50		
Invest - Corp Stock	4019873992	479160104	JOHNSON & JOHNSON	42	2,750.56	2,754.36		
Invest - Corp Stock	4019873992	494368103	KIMBERLY CLARK CORP COM	24	1,683.96	1,765.44		
Invest - Corp Stock	4019873992	500255104	KOHL'S CORP	37	1,757.52	1,825.95		
Invest - Corp Stock	4019873992	501044101	KROGER CO	116	2,876.99	2,809.52		
Invest - Corp Stock	4019873992	518439104	ESTEE LAUDER COMPANIES INC	22	2,041.16	2,471.04		
Invest - Corp Stock	4019873992	580135101	MCDONALDS CORP	35	2,887.37	3,511.55		
Invest - Corp Stock	4019873992	594918104	MICROSOFT CORP	141	3,477.15	3,660.36		
Invest - Corp Stock	4019873992	637071101	NATIONAL OILWELL INC COM	37	2,917.86	2,515.63		
Invest - Corp Stock	4019873992	68389X105	ORACLE CORPORATION	206	4,946.18	5,283.90		
Invest - Corp Stock	4019873992	713448108	PEPSICO INC	27	1,797.41	1,791.45		
Invest - Corp Stock	4019873992	74005P104	PRAXAIR INC COM	18	1,775.61	1,924.20		
Invest - Corp Stock	4019873992	742718109	PROCTER & GAMBLE CO	41	2,134.40	2,735.11		
Invest - Corp Stock	4019873992	747525103	QUALCOMM INC	51	2,893.66	2,789.70		
Invest - Corp Stock	4019873992	773903109	ROCKWELL AUTOMATION INC	36	2,783.17	2,641.32		
Invest - Corp Stock	4019873992	80004C101	SANDISK CORP COM	45	2,263.90	2,214.45		
Invest - Corp Stock	4019873992	806857108	SCHLUMBERGER LTD	63	4,581.64	4,303.53		
Invest - Corp Stock	4019873992	826552101	SIGMA ALDRICH CORP	26	1,884.57	1,623.96		
Invest - Corp Stock	4019873992	855244109	STARBUCKS CORP COM	71	1,808.75	3,266.71		
Invest - Corp Stock	4019873992	858912108	STERICYCLE INC COM	10	807.37	779.20		
Invest - Corp Stock	4019873992	902494103	TYSON FOODS INC CL A DEL	122	2,252.19	2,518.08		
Invest - Corp Stock	4019873992	907818108	UNION PACIFIC CORP	30	2,621.83	3,178.20		
Invest - Corp Stock	4019873992	913017109	UNITED TECHNOLOGIES CORP	22	1,057.04	1,607.98		
Invest - Corp Stock	4019873992	918204108	V F CORP	18	1,423.70	2,285.82		
Invest - Corp Stock	4019873992	931142103	WAL MART STORES INC	22	1,152.88	1,314.72		
Invest - Corp Stock	4019873992	941848103	WATERS CORP	29	2,269.48	2,147.45		
Invest - Corp Stock	4019873992	191216100	COCA COLA CO	87	5,109.12	6,087.39		
Invest - Corp Stock	4019873992	740189105	PRECISION CASTPARTS CORP	24	2,975.30	3,954.96		
Invest - Corp Stock	4019873992	75281A109	RANGE RES CORP	24	1,205.08	1,486.56		
Invest - Corp Stock	4019873992	48203R104	JUNIPER NETWORKS INC	73	2,681.25	1,489.93		
Invest - Corp Stock	4019873992	26875P101	EOG RESOURCES, INC	31	3,112.33	3,053.81		
Invest - Corp Stock	4019873992	055434203	BG GROUP PLC - ADR	16	2,014.09	1,712.00		
Invest - Corp Stock	4019873992	28176E108	EDWARDS LIFESCIENCES CORP	27	1,744.35	1,908.90		
Invest - Corp Stock	4019873992	91324P102	UNITEDHEALTH GROUP INC	47	1,491.56	2,381.96		
Invest - Corp Stock	4019873992	582839106	MEAD JOHNSON NUTRITION CO	43	2,019.75	2,955.39		
Invest - Corp Stock	4019873992	887317303	TIME WARNER INC	54	1,989.23	1,951.56		

Invest - Corp Stock	4019873992	H89128104	TYCO INTERNATIONAL LTD NEW	44	2,106 91	2,055 24
Invest - Corp Stock	4019873992	452327109	ILLUMINA INC	47	2,998 97	1,432 56
Invest - Corp Stock	4019873992	189754104	COACH INC	33	1,146 48	2,014 32
Invest - Corp Stock	4019873992	61166W101	MONSANTO CO NEW	60	4,289 57	4,204 20
Invest - Corp Stock	4019873992	46625H100	JPMORGAN CHASE & CO	80	2,708 02	2,660 00
Invest - Corp Stock	4019873992	988498101	YUM BRANDS INC	39	2,176 01	2,301 39
Invest - Corp Stock	4019873992	64110L106	NETFLIX COM INC	26	2,350 15	1,801 54
Invest - Corp Stock	4019873992	09062X103	BIOMGEN IDEC INC	15	1,690 36	1,650 75
Invest - Corp Stock	4019873992	794661302	SALESFORCE COM INC	14	1,744 88	1,420 44
Invest - Corp Stock	4019873992	38259P508	GOOGLE INC	13	7,734 58	8,396 70
Invest - Corp Stock	4019873992	517834107	LAS VEGAS SANDS CORP	61	2,487 83	2,606 53
Invest - Corp Stock	4019873992	G2554F113	COVIDIEN PLC	40	1,969 27	1,800 40
Invest - Corp Stock	4019873992	92342Y109	VERIFONE SYSTEMS, INC	35	1,365 98	1,243 20
Invest - Corp Stock	4019873992	85590A401	STARWOOD HOTELS & RESORTS WORLDWIDE	57	3,085 81	2,734 29
Invest - Corp Stock	4019873992	N07059186	ASML HOLDING NV0NY REG SHS ADR	53	2,237 19	2,214 87
Invest - Corp Stock	4019873992	544147101	LORILLARD INC	15	1,712 55	1,710 00
					156,781.13	176,028.21
Invest - Corp Stock	4019874517	020002101	ALLSTATE CORP	152	6,152 80	4,166 32
Invest - Corp Stock	4019874517	039483102	ARCHER DANIELS MIDLAND CO	139	2,964 21	3,975 40
Invest - Corp Stock	4019874517	071813109	BAXTER INTL INC	95	4,030 11	4,700 60
Invest - Corp Stock	4019874517	126650100	CVS/CAREMARK CORPORATION	116	3,247 62	4,730 48
Invest - Corp Stock	4019874517	14149Y108	CARDINAL HEALTH INC COM	152	3,771 84	6,172 72
Invest - Corp Stock	4019874517	17275R102	CISCO SYSTEMS INC	329	5,090 52	5,948 32
Invest - Corp Stock	4019874517	263534109	DU PONT E I DE NEMOURS & CO	126	5,379 72	5,768 28
Invest - Corp Stock	4019874517	281020107	EDISON INTL COM	121	3,394 11	5,009 40
Invest - Corp Stock	4019874517	458140100	INTEL CORP	256	5,692 51	6,208 00
Invest - Corp Stock	4019874517	478160104	JOHNSON & JOHNSON	57	3,748 49	3,738 06
Invest - Corp Stock	4019874517	494368103	KIMBERLY CLARK CORP COM	77	5,297 47	5,664 12
Invest - Corp Stock	4019874517	548661107	LOWES COS INC	196	4,003 07	4,974 48
Invest - Corp Stock	4019874517	571748102	MARSH & MCLENNAN COS INC	173	4,042 43	5,470 26
Invest - Corp Stock	4019874517	666807102	NORTHROP GRUMMAN CORP	84	3,883 09	4,912 32
Invest - Corp Stock	4019874517	717081103	PFIZER INC	296	6,484 86	6,405 44
Invest - Corp Stock	4019874517	74834L100	QUEST DIAGNOSTICS INC	74	3,811 43	4,296 44
Invest - Corp Stock	4019874517	786514208	SAFEWAY INC NEW	160	4,957 36	3,366 40
Invest - Corp Stock	4019874517	969457100	WILLIAMS COS INC	190	4,399 22	6,273 80
Invest - Corp Stock	4019874517	984121103	XEROX CORP	570	6,342 75	4,537 20
Invest - Corp Stock	4019874517	94106L109	WASTE MANAGEMENT INC	107	4,049 95	3,499 97
Invest - Corp Stock	4019874517	92343V104	VERIZON COMMUNICATIONS	117	4,636 49	4,694 04
Invest - Corp Stock	4019874517	743263105	PROGRESS ENERGY INC	98	4,396 56	5,489 96
Invest - Corp Stock	4019874517	755111507	RAYTHEON CO	106	5,175 36	5,128 28
Invest - Corp Stock	4019874517	50075N104	KRAFT FOODS INC	124	4,093 89	4,632 64
Invest - Corp Stock	4019874517	166764100	CHEVRON CORP	51	4,600 70	5,426 40
Invest - Corp Stock	4019874517	58933Y105	MERCK & CO INC NEW	125	4,292 65	4,712 50
Invest - Corp Stock	4019874517	565849106	MARATHON OIL CORP	162	4,145 44	4,741 74
Invest - Corp Stock	4019874517	20825C104	CONOCOPHILLIPS	68	5,348 30	4,955 16
Invest - Corp Stock	4019874517	20030N101	COMCAST CORP CLASS A	259	4,302 64	6,140 89
Invest - Corp Stock	4019874517	620076307	MOTOROLA SOLUTIONS, INC	125	3,215 19	5,786 25
Invest - Corp Stock	4019874517	00206R102	AT & T INC	145	5,460 87	4,384 80
Invest - Corp Stock	4019874517	89417E109	TRAVELERS COMPANIES, INC	85	2,670 66	5,029 45
Invest - Corp Stock	4019874517	064058100	BANK NEW YORK MELLON CORP COM	203	5,730 10	4,041 73
					148,812.41	164,981.85
TOTAL INVEST - CORP STOCK					305,593.54	341,010.06
Invest - Corp Bonds	4019875286	594918AB0	MICROSOFT CORP 2 950% 6/01/14	25000	26,187 00	26,556 75
Invest - Corp Bonds	4019875286	31398AZV7	FED NATL MTG ASSN 2 625% 11/20/14	50000	51,682 65	52,901 00
Invest - Corp Bonds	4019875286	3133MRPX4	FED HOME LN BK 4 625% 8/15/12	50000	50,484 70	51,351 50
Invest - Corp Bonds	4019875286	060505AU8	BANK OF AMERICA CORP 5 125% 11/15/14	25000	26,685 25	24,888 75

Invest - Corp Bonds	4019875286	31359MRG0	FED NATL MTG ASSN	4 375% 3/15/13	50000	50,031.90	52,450.00
Invest - Corp Bonds	4019875286	931142BT9	WAL-MART STORES	4 550% 5/01/13	50000	49,431.50	52,772.50
Invest - Corp Bonds	4019875286	369550AK4	GENERAL DYNAMICS COR	4 250% 5/15/13	50000	49,062.50	52,439.00
Invest - Corp Bonds	4019875286	10138MAB1	BOTTLING GROUP LLC	4 625% 11/15/12	50000	49,918.50	51,691.00
Invest - Corp Bonds	4019875286	3133X1BV8	FED HOME LN BK	4 500% 9/16/13	50000	49,896.67	53,476.50
Invest - Corp Bonds	4019875286	674599CA1	OCCIDENTAL PETROLEUM	1 450% 12/13/13	25000	25,069.75	25,433.50
Invest - Corp Bonds	4019875286	883556AY8	THERMO FISHER SCIENT	3 200% 3/01/16	25000	25,342.00	26,408.25
Invest - Corp Bonds	4019875286	589331AK3	MERCK & CO INC	4 750% 3/01/15	50000	49,341.94	55,829.50
Invest - Corp Bonds	4019875286	31331SR54	FED FARM CREDIT BK	4 500% 3/14/12	50000	50,296.90	50,431.50
Invest - Corp Bonds	4019875286	3135G0BK8	FED NATL MTG ASSN	2 250% 6/06/16	25000	25,123.75	25,189.50
Invest - Corp Bonds	4019875286	313373XT4	FED HOME LN BK	1 875% 6/08/15	25000	25,004.75	25,135.50
TOTAL INVEST - CORP BONDS						603,559.76	626,954.75
Invest - Other	4019875286	246248306	DELAWARE POOLED TR INTL EQUITY #31		6979 206	180,000.00	84,727.56
Invest - Other	4019875286	411511306	HARBOR INTERNATIONAL FD INST #2011		2744 563	145,000.00	143,952.33
Invest - Other	4019875286	52106N889	LAZARD EMERGING MKTS PTFD #638		8547 793	205,000.00	143,602.92
Invest - Other	4019875286	693390304	PIMCO LOW DURATION FD I #36		1676 447	16,865.06	17,250.64
Invest - Other	4019875286	693390841	PIMCO HIGH YIELD FD-INST #108		13407 75	128,428.73	120,401.58
Invest - Other	4019875286	693390882	PIMCO FOREIGN BD FD USD H-INST #103		10204 08	100,000.00	107,959.20
Invest - Other	4019875286	77954Q106	T ROWE PRICE BLUE CHIP GRWTH #93		4136 516	169,719.74	159,876.34
Invest - Other	4019875286	56063N600	MAINSTAY CONVERTIBLE FD CL I #2584		1475 797	25,000.00	20,853.01
Invest - Other	4019875286	04315J209	ARTIO TOTAL RETURN BD FD CL I #1524		2415 733	32,564.08	32,733.18
Invest - Other	4019875286	04315J837	ARTIO INTERNATIONAL EQ FD II #1529		12534 82	205,000.00	119,707.53
Invest - Other	4019875286	464287648	ISHARES RUSSELL 2000 GROWTH		900	59,112.99	75,807.00
Invest - Other	4019875286	49800Q518	ING INTERNATIONAL REAL EST-I #2664		4038 772	49,366.32	28,877.22
Invest - Other	4019875286	47103C241	PERKINS MID CAP VALUE FIC I #1167		1647 089	25,000.00	33,238.26
Invest - Other	4019875286	38142V209	GOLDMAN SACHS SMALL CAP VALUE I #651		931 677	30,000.00	38,031.06
Invest - Other	4019875286	464287473	ISHARES RUSSELL MIDCAP VALUE		1847	91,451.11	80,159.80
Invest - Other	4019875286	464287481	ISHARES TR RUSSELL MIDCAP GROWTH		2383	135,969.81	131,184.15
Invest - Other	4019875286	693391559	PIMCO EMERG MKTS BD-INST #137		11843 71	95,740.17	133,241.77
Invest - Other	4019875286	94985D244	WF ADV TRAD S/C GRWTH FD INST #4132		2037 491	25,000.00	32,640.61
Invest - Other	4019875286	464287168	ISHARES DOW JONES SELECT DIVIDEND FD		1052	50,148.63	56,566.04
Invest - Other	4019875286	722005667	PIMCO COMMODITY REAL RET STRAT-#45		18160 45	220,000.00	118,769.37
Invest - Other	4019875286	4981V706	ING REAL ESTATE FUND CL-I #2190		19377 36	194,510.09	297,830.01
Invest - Other	4019875286	922031737	VANGUARD INFLAT-PROT SECS-ADM #5119		5504 73	133,594.69	152,536.07
Invest - Other	4019875286	26852M105	EII INTERNATIONAL PROPERTY-I #30		4363 142	100,000.00	58,815.15
Invest - Other	4019875286	72369B406	PIONEER HIGH YIELD FUND-Y #724		12134 72	126,810.63	114,794.48
Invest - Other	4019875286	018918227	ALLIANZ NFJ DIVIDEND VAL FD #4657		5682 287	100,000.00	65,062.19
Invest - Other	4019875286	4812A2306	JPMORGAN INTREPID VAL-SEL FD #1136		2090 8	35,000.00	46,792.10
TOTAL INVEST - OTHER						2,679,282.05	2,415,409.57
Savings & Temp Inv	4019873992	VP0528308	FEDERATED TREAS OBL FD 68		3523 7	3,523.70	3,523.70
Savings & Temp Inv	4019873992	VP0528308	FEDERATED TREAS OBL FD 68		4304 52	4,304.52	4,304.52
						7,828.22	7,828.22
Savings & Temp Inv	4019874517	VP0528308	FEDERATED TREAS OBL FD 68		3536 92	3,536.92	3,536.92
Savings & Temp Inv	4019874517	VP0528308	FEDERATED TREAS OBL FD 68		13233 75	13,233.75	13,233.75
						16,770.67	16,770.67
Savings & Temp Inv	4019875286	VP0528308	FEDERATED TREAS OBL FD 68		12413 88	12,413.88	12,413.88
Savings & Temp Inv	4019875286	VP0528308	FEDERATED TREAS OBL FD 68		8130 42	8,130.42	8,130.42
						20,544.30	20,544.30
TOTAL SAVINGS & TEMP INV						45,143.19	45,143.19
TOTAL						3,653,951.78	3,448,890.81

L FLORENCE SCHMIDT FOUNDATION

51-0644401 Page 1 of 1

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

Recipient(s) paid during the year

Name

BOYS AND GIRLS CLUBS OF BROWARD COUNTY

Street

877 NW 61ST STREET

City

FT LAUDERDALE

State

FL

Zip Code

33309

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

77,708

Name

ALZHEIMERS ASSOC OF PALM BEACH

Street

3333 FOREST HILL BOULEVARD

City

WEST PALM BEACH

State

FL

Zip Code

33406

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

77,708

Name

ST JUDE CHILDRENS RESEARCH HOSP

Street

501 ST JUDE PLACE

City

MEMPHIS

State

TN

Zip Code

38105

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

77,708

Name

PEGGY ADAMS ANIMAL RESCUE LEAGUE PALM BEACHES

Street

3200 N MILITARY TRAIL

City

WEST PALM BEACH

State

FL

Zip Code

33409

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

77,708

Name

ACTS RETIREMENT LIFE COMMUNITIES

Street

POST OFFICE BOX 90

City

WEST POINT

State

PA

Zip Code

19486

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

77,708

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				
									Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss
									Price	Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	
1	X	ABBOTT LABORATORIES 3.71	002824AP5			1/16/2008		3/15/2011	50,000	49,710			290
2	X	ADOBE SYS INC	00724F101			11/11/2010		3/15/2011	594	529			65
3	X	ADOBE SYS INC	00724F101			4/30/2009		4/26/2011	1,888	1,405			283
4	X	ADOBE SYS INC	00724F101			11/11/2010		4/26/2011	430	382			48
5	X	ALLEGHENY TECHNOLOGIES	01741R102			3/14/2011		5/17/2011	267	253			14
6	X	ALLEGHENY TECHNOLOGIES	01741R102			5/4/2010		5/17/2011	2,134	1,636			498
7	X	ALLEGHENY TECHNOLOGIES	01741R102			5/4/2010		6/24/2011	426	358			68
8	X	ALLEGHENY TECHNOLOGIES	01741R102			5/4/2010		9/22/2011	396	511			-115
9	X	ALLEGHENY TECHNOLOGIES	01741R102			5/7/2010		10/4/2011	194	304			-110
10	X	ALLEGHENY TECHNOLOGIES	01741R102			5/4/2010		10/4/2011	65	102			-37
11	X	ALLEGHENY TECHNOLOGIES	01741R102			10/18/2010		10/4/2011	678	990			312
12	X	ALLERGAN INC	018490102			10/29/2010		5/19/2011	831	725			106
13	X	ALLERGAN INC	018490102			10/29/2010		5/24/2011	411	363			48
14	X	ALLERGAN INC	018490102			10/29/2010		12/27/2011	88	73			15
15	X	AMAZON COM INC COM	023135106			9/14/2010		3/2/2011	509	434			75
16	X	AMAZON COM INC COM	023135106			9/9/2010		5/18/2011	585	421			164
17	X	BORG WARNER INC	099724106			7/14/2010		5/25/2011	276	171			105
18	X	CME GROUP INC	12572Q105			12/3/2010		10/24/2011	1,601	1,866			-265
19	X	CAMERON INTL CORP	13342B105			8/13/2010		5/18/2011	768	605			163
20	X	CAMERON INTL CORP	13342B105			8/13/2010		5/24/2011	617	491			126
21	X	CAMERON INTL CORP	13342B105			8/13/2010		6/1/2011	832	680			152
22	X	CANADIAN NAT RES LTD	136385101			11/15/2010		4/14/2011	267	237			30
23	X	CANADIAN NAT RES LTD	136385101			11/15/2010		5/12/2011	125	118			7
24	X	CANADIAN NAT RES LTD	136385101			11/20/2007		5/12/2011	581	517			64
25	X	CANADIAN NAT RES LTD	136385101			11/20/2007		8/10/2011	463	480			-17
26	X	CANADIAN NAT RES LTD	136385101			2/18/2009		10/5/2011	592	313			279
27	X	CANADIAN NAT RES LTD	136385101			9/29/2008		10/5/2011	178	196			-18
28	X	CANADIAN NAT RES LTD	136385101			11/20/2007		10/5/2011	503	628			-125
29	X	CANADIAN NAT RES LTD	136385101			10/22/2010		10/5/2011	621	751			-130
30	X	CATERPILLAR INC	149123101			2/18/2011		5/11/2011	658	629			29
31	X	CATERPILLAR INC	149123101			7/27/2010		5/12/2011	540	345			195
32	X	CATERPILLAR INC	149123101			7/27/2010		5/17/2011	918	621			297
33	X	CATERPILLAR INC	149123101			7/27/2010		6/13/2011	382	276			106
34	X	CATERPILLAR INC	149123101			7/27/2010		8/16/2011	1,620	1,241			379
35	X	CELGENE CORP COM	151020104			5/5/2010		2/8/2011	2,174	2,576			-402
36	X	CELGENE CORP COM	151020104			11/1/2010		2/8/2011	303	370			-67
37	X	CISCO SYSTEMS INC	17275R102			4/9/2009		2/11/2011	641	611			30
38	X	CISCO SYSTEMS INC	17275R102			7/30/2009		2/11/2011	75	88			-13
39	X	CISCO SYSTEMS INC	17275R102			2/18/2009		2/11/2011	622	510			112
40	X	CISCO SYSTEMS INC	17275R102			11/18/2008		2/11/2011	546	468			78
41	X	CITRIX SYS INC COM	177376100			10/25/2010		5/18/2011	331	243			88
42	X	CITRIX SYS INC COM	177376100			10/25/2010		5/19/2011	416	304			112
43	X	CITRIX SYS INC COM	177376100			7/27/2010		5/19/2011	83	48			35
44	X	CITRIX SYS INC COM	177376100			7/27/2010		6/17/2011	296	192			104
45	X	CITRIX SYS INC COM	177376100			4/22/2010		6/17/2011	518	331			187
46	X	CITRIX SYS INC COM	177376100			4/22/2010		8/11/2011	862	662			200
47	X	CITRIX SYS INC COM	177376100			10/9/2009		8/11/2011	123	84			39
48	X	CITRIX SYS INC COM	177376100			10/9/2009		10/27/2011	299	168			131
49	X	COACH INC	189754104			1/28/2010		12/27/2011	124	69			55
50	X	COCA COLA CO	191216100			1/13/2010		1/6/2011	634	571			63
51	X	COCA COLA CO	191216100			1/13/2010		4/28/2011	1,069	914			155

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

Index		Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Net Gain or Loss
										Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	
Long Term CG Distributions										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss
Short Term CG Distributions										718,513		677,901		
										0		0		40,612
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Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss	
Long Term CG Distributions										9,675		0		40,612	
Short Term CG Distributions										0		0		0	
103	X	FREEPORT-MCMORAN COPP	35671D857			10/29/2010		9/22/2011	425	619				-194	
104	X	FREEPORT-MCMORAN COPP	35671D857			10/4/2010		9/28/2011	1,430	1,946				-516	
105	X	FREEPORT-MCMORAN COPP	35671D857			10/29/2010		9/28/2011	358	524				-166	
106	X	GILEAD SCIENCES INC	375558103			7/21/2011		9/28/2011	918	991				-73	
107	X	HEWLETT PACKARD CO	428236103			2/8/2011		6/22/2011	2,185	2,990				-805	
108	X	HUNTINGTON INGALLS INDUS	446413106			5/22/2009		4/5/2011	482	335				147	
109	X	ILLUMINA INC	452327109			4/29/2011		10/4/2011	308	570				-262	
110	X	AMAZON COM INC COM	023135106			9/9/2010		7/13/2011	215	140				75	
111	X	AMAZON COM INC COM	023135106			12/10/2008		7/13/2011	215	51				164	
112	X	AMAZON COM INC COM	023135106			12/10/2008		7/27/2011	674	154				520	
113	X	AMAZON COM INC COM	023135106			12/4/2008		7/27/2011	225	49				176	
114	X	AMAZON COM INC COM	023135106			8/23/2011		10/26/2011	804	755				49	
115	X	AMAZON COM INC COM	023135106			12/4/2008		10/26/2011	1,809	440				1,369	
116	X	AMAZON COM INC COM	023135106			12/4/2008		11/22/2011	937	244				693	
117	X	AMERICAN TOWER SYSTEMS	029912201			4/12/2010		1/19/2011	1,029	891				138	
118	X	AMERICAN TOWER SYSTEMS	029912201			4/12/2010		2/22/2011	910	721				189	
119	X	AMERICAN TOWER SYSTEMS	029912201			4/12/2010		4/7/2011	1,212	1,018				194	
120	X	AMERICAN TOWER SYSTEMS	029912201			6/4/2010		4/7/2011	960	794				166	
121	X	AMGEN INC	031162100			2/9/2010		3/31/2011	431	459				-28	
122	X	AMGEN INC	031162100			6/29/2009		3/31/2011	538	525				13	
123	X	AMGEN INC	031162100			6/29/2009		4/18/2011	1,156	1,103				53	
124	X	BAKER HUGHES INC COM	057224107			1/28/2011		8/10/2011	411	470				-59	
125	X	BAKER HUGHES INC COM	057224107			1/28/2011		9/28/2011	1,241	1,677				-436	
126	X	BOEING CO	097023105			7/22/2010		3/16/2011	338	331				7	
127	X	BOEING CO	097023105			7/22/2010		6/23/2011	355	331				24	
128	X	BOEING CO	097023105			6/10/2010		6/23/2011	639	573				66	
129	X	BOEING CO	097023105			6/10/2010		9/22/2011	469	509				-40	
130	X	BOEING CO	097023105			6/10/2010		9/27/2011	508	509				-1	
131	X	BOEING CO	097023105			6/1/2010		9/27/2011	444	445				-1	
132	X	BORG WARNER INC	099724106			8/10/2010		5/17/2011	776	501				275	
133	X	ILLUMINA INC	452327109			4/29/2011		12/9/2011	170	428				-258	
134	X	ILLUMINA INC	452327109			1/12/2011		12/9/2011	255	594				-339	
135	X	INTEL CORP	458140100			5/19/2011		11/4/2011	1,047	1,026				21	
136	X	INTERNATIONAL BUSINESS M	459200101			11/19/2008		6/21/2011	1,994	947				1,047	
137	X	INTERNATIONAL BUSINESS M	459200101			10/17/2007		6/21/2011	5,152	3,612				1,540	
138	X	ISHARES RUSSELL MIDCAP V	464287473			10/4/2007		4/29/2011	20,024	20,875				-851	
139	X	ISHARES TR RUSSELL MIDCA	464287481			10/4/2007		4/29/2011	14,891	13,893				998	
140	X	ISHARES TR RUSSELL MIDCA	464287481			11/2/2007		4/29/2011	5,111	4,743				368	
141	X	JPMORGAN CHASE & CO 46	46625H100			3/13/2009		6/23/2011	1,846	1,090				756	
142	X	JPMORGAN CHASE & CO 46	46625HDD9			11/13/2007		1/17/2011	50,000	49,718				282	
143	X	JOHNSON & JOHNSON	478160104			7/20/2011		11/4/2011	895	927				-32	
144	X	JOHNSON & JOHNSON	478160104			7/20/2011		12/2/2011	127	132				-5	
145	X	JOHNSON & JOHNSON	478160104			5/12/2011		12/2/2011	1,014	1,056				-42	
146	X	JOHNSON & JOHNSON	478160104			5/12/2011		12/27/2011	66	66				0	
147	X	KIMBERLY CLARK CORP COM	494368103			9/30/2011		12/6/2011	775	786				-11	
148	X	KIMBERLY CLARK CORP COM	494368103			9/30/2011		12/27/2011	74	71				3	
149	X	KOHL'S CORP	500255104			9/29/2011		12/9/2011	509	484				25	
150	X	KROGER CO	501044101			7/6/2011		12/27/2011	98	101				-3	
151	X	LABORATORY CRP OF AMER	50540R409			5/19/2010		1/25/2011	1,993	1,701				292	
152	X	LAS VEGAS SANDS CORP	517834107			8/4/2011		10/4/2011	295	303				-8	
153	X	LAS VEGAS SANDS CORP	517834107			8/4/2011		11/28/2011	90	91				-1	

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

										Amount		Totals					
Long Term CG Distributions										9,675		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Short Term CG Distributions										0		718,513		677,901		40,612	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Securities		Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss	
									Other sales								
154	X	LAS VEGAS SANDS CORP	517834107			8/4/2011		11/28/2011		314	382					-68	
155	X	LAS VEGAS SANDS CORP	517834107			6/7/2011		11/28/2011		449	408					41	
156	X	MARATHON PETROLEUM CO	56585A102			6/3/2008		7/8/2011		1,577	1,603					-26	
157	X	MARATHON PETROLEUM CO	56585A102			11/19/2008		7/8/2011		1,162	566					596	
158	X	MARATHON PETROLEUM CO	56585A102			11/19/2008		7/14/2011		20	10					10	
159	X	MCDONALDS CORP	580135101			6/9/2010		1/6/2011		449	412					37	
160	X	MCDONALDS CORP	580135101			6/9/2010		1/6/2011		596	550					46	
161	X	MCDONALDS CORP	580135101			6/9/2010		1/11/2011		445	412					33	
162	X	MCDONALDS CORP	580135101			6/9/2010		1/12/2011		1,847	1,718					129	
163	X	MCDONALDS CORP	580135101			5/26/2011		12/27/2011		101	82					19	
164	X	MEAD JOHNSON NUTRITION	582839106			1/28/2010		9/30/2011		421	272					149	
165	X	MEAD JOHNSON NUTRITION	582839106			1/6/2010		9/30/2011		70	45					25	
166	X	MICROSOFT CORP	594918104			8/18/2011		12/2/2011		807	791					16	
167	X	MOTOROLA SOLUTIONS, INC.	620076307			11/19/2008		1/11/2011		22	8					14	
168	X	MOTOROLA MOBILITY HOLDI	620097105			11/19/2008		2/1/2011		1,675	730					945	
169	X	NATIONAL OILWELL INC COM	637071101			10/5/2009		4/13/2011		5,271	2,992					2,279	
170	X	NATIONAL OILWELL INC COM	637071101			10/5/2009		4/13/2011		1,736	969					767	
171	X	NATIONAL OILWELL INC COM	637071101			7/27/2011		12/27/2011		69	80					-11	
172	X	NETAPP INC	64110D104			9/15/2010		4/6/2011		2,416	2,560					-144	
173	X	NETFLIX COM INC	64110L106			12/9/2010		2/14/2011		492	383					109	
174	X	NETFLIX COM INC	64110L106			9/1/2010		3/2/2011		204	133					71	
175	X	NETFLIX COM INC	64110L106			12/9/2010		3/2/2011		409	383					26	
176	X	NETFLIX COM INC	64110L106			8/6/2010		3/2/2011		204	112					92	
177	X	NETFLIX COM INC	64110L106			8/6/2010		3/9/2011		387	224					163	
178	X	NETFLIX COM INC	64110L106			8/6/2010		6/7/2011		532	224					308	
179	X	NETFLIX COM INC	64110L106			8/6/2010		6/16/2011		503	224					279	
180	X	NETFLIX COM INC	64110L106			8/6/2010		7/5/2011		574	224					350	
181	X	NETFLIX COM INC	64110L106			8/6/2010		7/13/2011		299	112					187	
182	X	NETFLIX COM INC	64110L106			7/26/2011		9/15/2011		350	509					-159	
183	X	NETFLIX COM INC	64110L106			8/6/2010		9/29/2011		1,323	1,343					-20	
184	X	NORDSTROM INC	655664100			9/15/2010		5/19/2011		459	360					99	
185	X	NORDSTROM INC	655664100			9/15/2010		6/28/2011		1,698	1,331					367	
186	X	NVIDIA CORP	67066G104			1/7/2011		2/8/2011		1,387	1,110					277	
187	X	NVIDIA CORP	67066G104			1/7/2011		3/10/2011		1,652	1,742					-90	
188	X	ORACLE CORPORATION	68389X105			12/16/2010		5/18/2011		404	368					36	
189	X	ORACLE CORPORATION	68389X105			12/16/2010		5/24/2011		498	460					38	
190	X	ORACLE CORPORATION	68389X105			9/28/2010		5/24/2011		431	355					76	
191	X	PIMCO LOW DURATION FDI #	693390304			11/14/2007		9/29/2011		25,000	24,587					413	
192	X	PIMCO LOW DURATION FDI #	693390304			11/14/2007		12/29/2011		1,140	1,123					17	
193	X	PIMCO LOW DURATION FDI #	693390304			12/13/2007		12/29/2011		33,860	33,135					725	
194	X	PEPSICO INC	713448108			5/19/2011		12/1/2011		1,797	2,012					-215	
195	X	PEPSICO INC	713448108			6/22/2011		12/27/2011		66	69					-3	
196	X	POTASH CORP SASK	73755L107			1/6/2011		3/11/2011		489	501					-12	
197	X	POTASH CORP SASK	73755L107			11/4/2010		5/11/2011		577	516					61	
198	X	POTASH CORP SASK	73755L107			11/4/2010		8/22/2011		1,435	1,315					120	
199	X	POTASH CORP SASK	73755L107			12/16/2010		8/22/2011		1,076	974					102	
200	X	PRAXAIR INC COM	74005P104			8/30/2011		12/27/2011		108	99					9	
201	X	PRECISION CASTPARTS COR	740189105			10/21/2010		12/27/2011		165	135					30	
202	X	PRICELINE COM INC	741503403			7/12/2010		1/11/2011		433	204					229	
203	X	PRICELINE COM INC	741503403			7/12/2010		2/4/2011		871	408					463	
204	X	PRICELINE COM INC	741503403			7/12/2010		2/23/2011		2,129	1,019					1,110	

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

Long Term CG Distributions										Amount		Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Short Term CG Distributions										9,675		Securities		718,513		677,901		40,612	
										0		Other sales		0		0		0	
	Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss				
	205	X	PROCTER & GAMBLE CO	742718109			5/17/2011		9/27/2011	570	608				-38				
	206	X	PROCTER & GAMBLE CO	742718109			5/11/2011		10/27/2011	1,103	1,120				-17				
	207	X	PROCTER & GAMBLE CO	742718109			5/17/2011		10/27/2011	260	270				-10				
	208	X	PROCTER & GAMBLE CO	742718109			7/8/2009		12/5/2011	129	105				24				
	209	X	PROCTER & GAMBLE CO	742718109			6/22/2011		12/5/2011	647	643				4				
	210	X	PROCTER & GAMBLE CO	742718109			7/6/2009		12/5/2011	129	104				25				
	211	X	RANGE RES CORP	75281A109			5/1/2008		5/19/2011	520	664				-144				
	212	X	RANGE RES CORP	75281A109			5/1/2008		12/27/2011	63	66				-3				
	213	X	RAYTHEON CO	755111507			5/24/2011		10/28/2011	436	499				-63				
	214	X	RAYTHEON CO	755111507			5/24/2011		12/6/2011	1,318	1,447				-129				
	215	X	REPUBLIC SERVICES INC CL	760759100			8/22/2011		12/7/2011	1,623	1,684				-61				
	216	X	ROCKWELL AUTOMATION INC	773903109			2/10/2011		6/14/2011	404	433				-29				
	217	X	ROCKWELL AUTOMATION INC	773903109			2/10/2011		8/23/2011	1,139	1,733				-594				
	218	X	ROCKWELL COLLINS	774341101			4/28/2010		3/21/2011	511	519				-8				
	219	X	ROCKWELL COLLINS	774341101			4/28/2010		3/23/2011	759	779				-20				
	220	X	ROCKWELL COLLINS	774341101			3/8/2010		3/23/2011	126	119				7				
	221	X	ROCKWELL COLLINS	774341101			3/8/2010		8/11/2011	1,330	1,788				-458				
	222	X	T ROWE PRICE BLUE CHIP G	77954Q106			11/2/2007		3/31/2011	10,000	10,280				-280				
	223	X	SALESFORCE COM INC	79466L302			11/10/2010		5/18/2011	670	589				81				
	224	X	SALESFORCE COM INC	79466L302			5/21/2010		5/24/2011	747	410				337				
	225	X	SALESFORCE COM INC	79466L302			5/21/2010		7/21/2011	898	491				407				
	226	X	SALESFORCE COM INC	79466L302			5/21/2010		7/27/2011	591	328				263				
	227	X	SALESFORCE COM INC	79466L302			5/21/2010		7/28/2011	733	410				323				
	228	X	SANDISK CORP COM	80004C101			12/6/2010		6/24/2011	1,543	1,870				-327				
	229	X	SANDISK CORP COM	80004C101			2/15/2011		6/24/2011	435	567				-132				
	230	X	SCHLUMBERGER LTD	806857108			2/4/2011		5/11/2011	576	623				-47				
	231	X	SOUTHWESTERN ENERGY C	845467109			12/22/2009		2/8/2011	1,315	1,674				-359				
	232	X	STARBUCKS CORP COM	855244109			5/13/2010		1/6/2011	351	303				48				
	233	X	STARBUCKS CORP COM	855244109			9/27/2010		1/6/2011	96	79				17				
	234	X	STARBUCKS CORP COM	855244109			9/27/2010		5/18/2011	980	710				270				
	235	X	STARWOOD HOTELS & RESO	85590A401			1/26/2011		5/18/2011	459	494				-35				
	236	X	STARWOOD HOTELS & RESO	85590A401			1/26/2011		11/22/2011	361	494				-133				
	237	X	STARWOOD HOTELS & RESO	85590A401			1/26/2011		12/27/2011	99	124				-25				
	238	X	STRYKER CORP	863667101			5/18/2011		8/3/2011	516	640				-124				
	239	X	STRYKER CORP	863667101			5/18/2011		8/10/2011	421	576				-155				
	240	X	STRYKER CORP	863667101			5/18/2011		8/22/2011	855	1,217				-362				
	241	X	STRYKER CORP	863667101			5/20/2011		8/22/2011	720	1,018				-298				
	242	X	TARGET CORP	87612E106			11/18/2009		3/4/2011	415	386				29				
	243	X	TARGET CORP	87612E106			1/21/2010		3/4/2011	363	353				10				
	244	X	TARGET CORP	87612E106			10/9/2009		3/4/2011	1,658	1,593				65				
	245	X	TEXAS INSTRUMENTS INC	882508104			10/4/2010		2/8/2011	2,219	1,710				509				
	246	X	TEXTRON INC	883203101			4/11/2011		5/19/2011	816	816				0				
	247	X	TEXTRON INC	883203101			4/11/2011		5/20/2011	804	1,042				-238				
	248	X	TEXTRON INC	883203101			4/11/2011		5/20/2011	253	274				-21				
	249	X	TEXTRON INC	883203101			4/11/2011		5/31/2011	636	760				-124				
	250	X	TEXTRON INC	883203101			4/11/2011		5/31/2011	136	181				-45				
	251	X	3M CO	88579Y101			12/14/2009		1/31/2011	439	410				29				
	252	X	3M CO	88579Y101			12/11/2009		1/31/2011	1,404	1,307				97				
	253	X	3M CO	88579Y101			12/11/2009		12/5/2011	325	327				-2				
	254	X	3M CO	88579Y101			6/10/2010		12/5/2011	1,301	1,228				73				
	255	X	TYSON FOODS INC CL A DEL	902494103			6/28/2011		12/27/2011	104	95				9				

[illegible]

Line 16b (990-PF) - Accounting Fees

		2,249	0	0	2,249
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	2,249			2,249
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX				
2	ESTIMATED EXCISE TAX PAID	11			
3	FOREIGN TAX WITHHELD	1,316	1,316		
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		2,624	2,624	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	TRUSTEE FEES				
2	INVESTMENT FEES	2,624	2,624		
3	STATE AG FEES				
4					
5					
6					
7					
8					
9					

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	SEE ATTACHED STATEMENT			305,594	0	341,010
2						
3						
4						
5						
6						
7						
8						
9						
10						

	Description	Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	SEE ATTACHED STATEMENT				603,560		626,955
2							
3							
4							
5							
6							
7							
8							
9							
10							

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

	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	SEE ATTACHED STATEMENT				
2	PRIOR YEAR		3,797,540	2,679,282	2,415,410
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
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43					
44					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	MUTUAL FUND & CTF INCOME ADDITIONS	1	9,828
2	PRINCIPAL POSTING TAXED LAST YEAR	2	1,154
3	FEDERAL EXCISE TAX REFUND	3	951
4	Total	4	11,933

Line 5 - Decreases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	3,994
2	MUTUAL FUND & CTF INCOME SUBTRACTION	2	9,378
3	PY RETURN OF CAPITAL ADJUSTMENT	3	1,260
4	Total	4	14,632

	Long Term CG Distributions	Amount	Total	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	0	Gains Minus Excess of FMV Over Adjusted Basis or Losses
	Short Term CG Distributions	9,675 0										30,937 30,937
1	ABBOTT LABORATORIES 3 750% 3/15/	002824AP5	3/15/2011	1/16/2008	How Acquired	Date Acquired	Date Sold	50,000	0	49,710	290	0
2	ADOBE SYS INC	00724F101	3/15/2011	4/11/2010		3/15/2011		594	0	529	65	0
3	ADOBE SYS INC	00724F101	4/26/2011	4/30/2009		4/26/2011		1,688	0	1,405	283	0
4	ADOBE SYS INC	00724F101	4/26/2011	11/11/2010		4/26/2011		430	0	382	48	0
5	ALLEGHENY TECHNOLOGIES INC	01741R102	5/17/2011	3/14/2011		5/17/2011		267	0	253	14	0
6	ALLEGHENY TECHNOLOGIES INC	01741R102	5/17/2011	5/4/2010		5/17/2011		2,134	0	1,636	498	0
7	ALLEGHENY TECHNOLOGIES INC	01741R102	6/24/2011	5/4/2010		6/24/2011		426	0	358	68	0
8	ALLEGHENY TECHNOLOGIES INC	01741R102	9/22/2011	5/4/2010		9/22/2011		396	0	511	-115	0
9	ALLEGHENY TECHNOLOGIES INC	01741R102	10/4/2011	5/7/2010		10/4/2011		194	0	304	-110	0
10	ALLEGHENY TECHNOLOGIES INC	01741R102	10/4/2011	5/4/2010		10/4/2011		65	0	102	-37	0
11	ALLEGHENY TECHNOLOGIES INC	01741R102	10/4/2011	10/29/2010		10/4/2011		678	0	990	-312	0
12	ALLERGAN INC	018490102	5/19/2011	10/29/2010		5/19/2011		831	0	725	106	0
13	ALLERGAN INC	018490102	5/24/2011	10/29/2010		5/24/2011		411	0	363	48	0
14	ALLERGAN INC	018490102	12/27/2011	10/29/2010		12/27/2011		88	0	73	15	0
15	AMAZON COM INC COM	023135106	3/2/2011	9/14/2010		3/2/2011		509	0	434	75	0
16	AMAZON COM INC COM	023135106	5/18/2011	9/9/2010		5/18/2011		585	0	421	164	0
17	BORG WARNER INC	099724106	5/25/2011	7/14/2010		5/25/2011		276	0	171	105	0
18	CME GROUP INC	12572Q105	10/24/2011	12/3/2010		10/24/2011		1,601	0	1,866	-265	0
19	CAMERON INTL CORP	13342B105	5/16/2011	8/13/2010		5/16/2011		768	0	605	163	0
20	CAMERON INTL CORP	13342B105	5/24/2011	8/13/2010		5/24/2011		617	0	491	126	0
21	CAMERON INTL CORP	13342B105	6/1/2011	8/13/2010		6/1/2011		832	0	680	152	0
22	CANADIAN NAT RES LTD	136385101	4/14/2011	11/15/2010		4/14/2011		267	0	237	30	0
23	CANADIAN NAT RES LTD	136385101	5/12/2011	11/15/2010		5/12/2011		125	0	118	7	0
24	CANADIAN NAT RES LTD	136385101	5/12/2011	11/20/2007		5/12/2011		581	0	517	64	0
25	CANADIAN NAT RES LTD	136385101	8/10/2011	11/20/2007		8/10/2011		463	0	480	-17	0
26	CANADIAN NAT RES LTD	136385101	10/5/2011	2/18/2009		10/5/2011		592	0	313	279	0
27	CANADIAN NAT RES LTD	136385101	10/5/2011	9/29/2008		10/5/2011		178	0	196	-18	0
28	CANADIAN NAT RES LTD	136385101	10/5/2011	11/20/2007		10/5/2011		503	0	628	-125	0
29	CANADIAN NAT RES LTD	136385101	10/5/2011	10/22/2010		10/5/2011		621	0	751	-130	0
30	CATERPILLAR INC	149123101	5/11/2011	2/18/2011		5/11/2011		658	0	629	29	0
31	CATERPILLAR INC	149123101	5/12/2011	7/27/2010		5/12/2011		540	0	345	195	0

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

Long Term CG Distributions			Amount		Totals			708,838		677,901		30,937		0		Gains Minus Excess of FMV Over Adjusted Basis or Losses	
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis					
59	CTRIP COM INTERNATIONAL LTD - AD	22943F100		11/18/2010	2/11/2011	597	0	654	-57			0	-57			30,937	
60	CTRIP COM INTERNATIONAL LTD - AD	22943F100		11/18/2010	2/14/2011	448	0	514	-66			0	-66			-66	
61	CTRIP COM INTERNATIONAL LTD - AD	22943F100		11/18/2010	2/16/2011	519	0	607	-88			0	-88			-88	
62	CUMMINS INC	231021106		4/29/2010	5/11/2011	343	0	224	119			0	119			119	
63	CUMMINS INC	231021106		4/27/2009	5/11/2011	457	0	130	327			0	327			327	
64	CUMMINS INC	231021106		4/27/2009	5/13/2011	442	0	130	312			0	312			312	
65	CUMMINS INC	231021106		4/27/2009	5/17/2011	854	0	260	594			0	594			594	
66	CUMMINS INC	231021106		4/27/2009	5/20/2011	962	0	292	670			0	670			670	
67	CUMMINS INC	231021106		4/27/2009	8/10/2011	794	0	292	502			0	502			502	
68	DANAHER CORP	235851102		11/20/2007	1/26/2011	567	0	496	71			0	71			71	
69	DANAHER CORP	235851102		4/18/2008	1/26/2011	851	0	675	176			0	176			176	
70	DANAHER CORP	235851102		2/18/2009	1/27/2011	746	0	432	314			0	314			314	
71	DENBURY RESOURCES	247916208		3/10/2010	4/28/2011	1,183	0	864	319			0	319			319	
72	DEVON ENERGY CORPORATION	25179M103		3/4/2011	6/27/2011	1,289	0	1,529	-240			0	-240			-240	
73	DEVON ENERGY CORPORATION	25179M103		3/9/2011	6/27/2011	379	0	448	-69			0	-69			-69	
74	DREMAN CONTRARIAN S/C VAL-I	26152T701		10/3/2008	4/11/2011	27,721	0	20,000	7,721			0	7,721			7,721	
75	DREMAN CONTRARIAN S/C VAL-I	26152T701		12/14/2009	4/11/2011	31,516	0	25,000	6,516			0	6,516			6,516	
76	E M C CORP MASS	268648102		4/9/2009	6/13/2011	845	0	426	419			0	419			419	
77	EOG RESOURCES, INC	26875P101		2/24/2011	5/24/2011	528	0	557	-29			0	-29			-29	
78	EOG RESOURCES, INC	26875P101		10/13/2010	9/22/2011	471	0	593	-122			0	-122			-122	
79	EMERSON ELECTRIC CO	291011104		9/10/2009	5/12/2011	976	0	711	265			0	265			265	
80	EMERSON ELECTRIC CO	291011104		4/9/2009	5/12/2011	1,138	0	668	470			0	470			470	
81	EXPRESS SCRIPTS INC COMMON STOCK	302182100		5/17/2011	8/3/2011	459	0	541	-82			0	-82			-82	
82	FAMILY DLR STORES INC	307000109		12/7/2011	12/27/2011	59	0	58	1			0	1			1	
83	FED HOME LN BK 4 000% 2/15/11	3133X42H3		11/9/2007	2/15/2011	50,000	0	49,645	355			0	355			355	
84	FED HOME LN BK 4 500% 5/13/11	3133X6ZL3		11/9/2007	5/13/2011	50,000	0	50,397	-397			0	-397			-397	
85	F5 NETWORKS INC	315616102		8/18/2010	3/22/2011	1,058	0	977	81			0	81			81	
86	FIRST SOLAR INC	336433107		3/31/2011	5/27/2011	708	0	954	-246			0	-246			-246	
87	FIRST SOLAR INC	336433107		3/15/2011	5/27/2011	118	0	155	-37			0	-37			-37	
88	FIRST SOLAR INC	336433107		3/15/2011	6/24/2011	1,403	0	1,861	-458			0	-458			-458	
89	COLGATE PALMOLIVE CO	194162103		1/25/2010	1/6/2011	943	0	967	-24			0	-24			-24	
90	COLGATE PALMOLIVE CO	194162103		1/25/2010	3/18/2011	920	0	967	-47			0	-47			-47	
91	FLOWSERVE CORP COM	34354P105		2/2/2011	5/26/2011	702	0	767	-65			0	-65			-65	
92	FLOWSERVE CORP COM	34354P105		2/2/2011	6/10/2011	873	0	1,023	-150			0	-150			-150	
93	FLOWSERVE CORP COM	34354P105		2/2/2011	6/14/2011	106	0	128	-22			0	-22			-22	
94	FLOWSERVE CORP COM	34354P105		3/7/2011	6/14/2011	849	0	1,006	-157			0	-157			-157	
95	FREEPORT-MCMORAN COPPER & GOL 35671D857	35671D857		11/9/2010	4/14/2011	313	0	323	-10			0	-10			-10	
96	FREEPORT-MCMORAN COPPER & GOL 35671D857	35671D857		11/15/2010	4/14/2011	104	0	104	0			0	0			0	
97	FREEPORT-MCMORAN COPPER & GOL 35671D857	35671D857		11/15/2010	5/5/2011	305	0	312	-7			0	-7			-7	
98	FREEPORT-MCMORAN COPPER & GOL 35671D857	35671D857		10/25/2010	5/5/2011	611	0	577	34			0	34			34	
99	FREEPORT-MCMORAN COPPER & GOL 35671D857	35671D857		10/25/2010	5/11/2011	290	0	289	1			0	1			1	
100	FREEPORT-MCMORAN COPPER & GOL 35671D857	35671D857		10/29/2010	5/11/2011	194	0	190	4			0	4			4	
101	FREEPORT-MCMORAN COPPER & GOL 35671D857	35671D857		10/29/2010	5/23/2011	379	0	381	-2			0	-2			-2	
102	FREEPORT-MCMORAN COPPER & GOL 35671D857	35671D857		10/29/2010	6/23/2011	576	0	571	5			0	5			5	
103	FREEPORT-MCMORAN COPPER & GOL 35671D857	35671D857		10/29/2010	9/22/2011	425	0	619	-194			0	-194			-194	
104	FREEPORT-MCMORAN COPPER & GOL 35671D857	35671D857		10/4/2010	9/28/2011	1,430	0	1,946	-516			0	-516			-516	
105	FREEPORT-MCMORAN COPPER & GOL 35671D857	35671D857		10/29/2010	9/28/2011	358	0	524	-166			0	-166			-166	
106	GILEAD SCIENCES INC	375558103		7/21/2011	9/28/2011	918	0	991	-73			0	-73			-73	
107	HEWLETT PACKARD CO	428236103		2/8/2011	6/22/2011	2,185	0	2,990	-805			0	-805			-805	
108	HUNTINGTON INGALLS INDUSTRIES	446413106		5/2/2009	4/5/2011	482	0	335	147			0	147			147	
109	ILLUMINA INC	452327109		4/29/2011	10/4/2011	308	0	570	-262			0	-262			-262	
110	AMAZON COM INC COM	023135106		9/9/2010	7/13/2011	215	0	140	75			0	75			75	
111	AMAZON COM INC COM	023135106		12/10/2008	7/13/2011	215	0	51	164			0	164			164	
112	AMAZON COM INC COM	023135106		12/10/2008	7/27/2011	674	0	154	520			0	520			520	
113	AMAZON COM INC COM	023135106		12/4/2008	7/27/2011	225	0	49	176			0	176			176	
114	AMAZON COM INC COM	023135106		8/23/2011	10/26/2011	804	0	755	49			0	49			49	
115	AMAZON COM INC COM	023135106		12/4/2008	10/26/2011	1,809	0	440	1,369			0	1,369			1,369	
116	AMAZON COM INC COM	023135106		12/4/2008	11/22/2011	937	0	244	693			0	693			693	

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

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						Long Term CG Distributions	Short Term CG Distributions								
						9,675	0								
117	AMERICAN TOWER SYSTEMS CORP CL	029912201		4/12/2010	1/19/2011			1,029	0	891	138				138
118	AMERICAN TOWER SYSTEMS CORP CL	029912201		4/12/2010	2/22/2011			910	0	721	189				189
119	AMERICAN TOWER SYSTEMS CORP CL	029912201		4/12/2010	4/7/2011			1,212	0	1,018	194				194
120	AMERICAN TOWER SYSTEMS CORP CL	029912201		6/4/2010	4/7/2011			960	0	794	166				166
121	AMGEN INC	031162100		2/9/2010	3/31/2011			431	0	459	-28				-28
122	AMGEN INC	031162100		6/29/2009	3/31/2011			538	0	525	13				13
123	AMGEN INC	031162100		6/29/2009	4/18/2011			1,156	0	1,103	53				53
124	BAKER HUGHES INC COM	057224107		1/28/2011	8/10/2011			411	0	470	-59				-59
125	BAKER HUGHES INC COM	057224107		1/28/2011	9/28/2011			1,241	0	1,677	-436				-436
126	BOEING CO	097023105		7/22/2010	3/16/2011			338	0	331	7				7
127	BOEING CO	097023105		7/22/2010	6/23/2011			355	0	331	24				24
128	BOEING CO	097023105		6/10/2010	6/23/2011			639	0	573	66				66
129	BOEING CO	097023105		6/10/2010	9/22/2011			469	0	509	-40				-40
130	BOEING CO	097023105		6/10/2010	9/27/2011			508	0	509	-1				-1
131	BOEING CO	097023105		6/10/2010	9/27/2011			444	0	445	-1				-1
132	BORG WARNER INC	099724106		4/29/2011	5/17/2011			776	0	428	275				275
133	ILLUMINA INC	452327109		1/12/2011	12/9/2011			170	0	428	-258				-258
134	ILLUMINA INC	452327109		1/12/2011	12/9/2011			255	0	594	-339				-339
135	INTEL CORP	458140100		5/19/2011	11/4/2011			1,047	0	1,026	21				21
136	INTERNATIONAL BUSINESS MACHS CO	459200101		11/19/2008	6/21/2011			1,994	0	947	1,047				1,047
137	INTERNATIONAL BUSINESS MACHS CO	459200101		10/17/2007	6/21/2011			5,152	0	3,612	1,540				1,540
138	ISHARES RUSSELL MIDCAP VALUE	464287473		10/4/2007	4/29/2011			20,024	0	20,875	-851				-851
139	ISHARES TR RUSSELL MIDCAP GROWT	464287481		10/4/2007	4/29/2011			14,891	0	13,893	998				998
140	ISHARES TR RUSSELL MIDCAP GROWT	464287481		11/22/2009	4/29/2011			5,111	0	4,743	368				368
141	JPMORGAN CHASE & CO	46625H100		3/13/2009	6/23/2011			1,846	0	1,090	756				756
142	JPMORGAN CHASE & CO 4 600% 1/17	46625HDD9		11/13/2007	1/17/2011			50,000	0	49,718	282				282
143	JOHNSON & JOHNSON	478160104		7/20/2011	11/4/2011			895	0	927	-32				-32
144	JOHNSON & JOHNSON	478160104		7/20/2011	12/2/2011			127	0	132	-5				-5
145	JOHNSON & JOHNSON	478160104		5/12/2011	12/2/2011			1,014	0	1,056	-42				-42
146	JOHNSON & JOHNSON	478160104		5/12/2011	12/2/2011			66	0	66	0				0
147	KIMBERLY CLARK CORP COM	494368103		9/30/2011	12/8/2011			775	0	786	-11				-11
148	KIMBERLY CLARK CORP COM	494368103		9/30/2011	12/27/2011			74	0	71	3				3
149	KOHL'S CORP	500255104		9/29/2011	12/9/2011			509	0	484	25				25
150	KROGER CO	501044101		7/6/2011	12/27/2011			98	0	101	-3				-3
151	LABORATORY CRP OF AMER HLDGS	50540R409		5/19/2010	1/25/2011			1,993	0	1,701	292				292
152	LAS VEGAS SANDS CORP	517834107		8/4/2011	10/4/2011			295	0	303	-8				-8
153	LAS VEGAS SANDS CORP	517834107		8/4/2011	11/28/2011			90	0	91	-1				-1
154	LAS VEGAS SANDS CORP	517834107		8/4/2011	11/28/2011			314	0	382	-68				-68
155	LAS VEGAS SANDS CORP	517834107		6/7/2011	11/28/2011			449	0	408	41				41
156	MARATHON PETROLEUM CORP	56585A102		6/3/2008	7/8/2011			1,577	0	1,603	-26				-26
157	MARATHON PETROLEUM CORP	56585A102		11/19/2008	7/8/2011			1,162	0	566	596				596
158	MARATHON PETROLEUM CORP	56585A102		11/19/2008	7/14/2011			20	0	10	10				10
159	MCDONALDS CORP	580135101		6/9/2010	1/6/2011			449	0	412	37				37
160	MCDONALDS CORP	580135101		6/9/2010	1/6/2011			596	0	550	46				46
161	MCDONALDS CORP	580135101		6/9/2010	1/11/2011			445	0	412	33				33
162	MCDONALDS CORP	580135101		6/9/2010	1/12/2011			1,847	0	1,718	129				129
163	MCDONALDS CORP	580135101		5/26/2011	12/27/2011			101	0	82	19				19
164	MEAD JOHNSON NUTRITION CO	582839106		1/28/2010	9/30/2011			421	0	272	149				149
165	MEAD JOHNSON NUTRITION CO	582839106		1/6/2010	9/30/2011			70	0	45	25				25
166	MICROSOFT CORP	594918104		8/18/2011	12/2/2011			807	0	791	16				16
167	MOTOROLA SOLUTIONS, INC	620076307		11/19/2008	1/11/2011			22	0	8	14				14
168	MOTOROLA MOBILITY HOLDINGS INC	620097105		11/19/2008	2/11/2011			1,675	0	730	945				945
169	NATIONAL OILWELL INC COM	637071101		10/5/2009	4/13/2011			5,271	0	2,982	2,279				2,279
170	NATIONAL OILWELL INC COM	637071101		10/5/2009	4/13/2011			1,736	0	969	767				767
171	NATIONAL OILWELL INC COM	637071101		7/27/2011	12/27/2011			69	0	80	-11				-11
172	NETAPP INC	64110D104		9/15/2010	4/6/2011			2,416	0	2,560	-144				-144
173	NETFLIX COM INC	64110L106		12/9/2010	2/14/2011			492	0	383	109				109
174	NETFLIX COM INC	64110L106		9/12/2010	3/2/2011			204	0	133	71				71

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

Long Term CG Distributions														Amount	
Short Term CG Distributions														9,675	0
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals		708,838	0	677,901	30,937	0	Gains Minus Excess of FMV Over Adjusted Basis or Losses		
						Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis			
175	NETFLIX COM INC	64110L106		12/9/2010	3/2/2011	409	0	383	26			0	30,937		
176	NETFLIX COM INC	64110L106		8/6/2010	3/2/2011	204	0	112	92			0	26		
177	NETFLIX COM INC	64110L106		8/6/2010	3/9/2011	387	0	224	163			0	163		
178	NETFLIX COM INC	64110L106		8/6/2010	6/7/2011	532	0	224	308			0	308		
179	NETFLIX COM INC	64110L106		8/6/2010	6/16/2011	503	0	224	279			0	279		
180	NETFLIX COM INC	64110L106		8/6/2010	7/5/2011	574	0	224	350			0	350		
181	NETFLIX COM INC	64110L106		8/6/2010	7/13/2011	299	0	112	187			0	187		
182	NETFLIX COM INC	64110L106		7/26/2011	9/15/2011	350	0	509	-159			0	-159		
183	NETFLIX COM INC	64110L106		8/6/2010	9/29/2011	1,323	0	1,343	-20			0	-20		
184	NORDSTROM INC	655664100		9/15/2010	5/19/2011	459	0	360	99			0	99		
185	NORDSTROM INC	655664100		9/15/2010	6/28/2011	1,698	0	1,331	367			0	367		
186	NVIDIA CORP	67066G104		1/7/2011	2/8/2011	1,387	0	1,110	277			0	277		
187	NVIDIA CORP	67066G104		1/7/2011	3/10/2011	1,652	0	1,742	-90			0	-90		
188	ORACLE CORPORATION	68389X105		12/16/2010	5/18/2011	404	0	368	36			0	36		
189	ORACLE CORPORATION	68389X105		12/16/2010	5/24/2011	498	0	460	38			0	38		
190	ORACLE CORPORATION	68389X105		9/28/2010	5/24/2011	431	0	355	76			0	76		
191	PIMCO LOW DURATION FD I #36	693390304		11/14/2007	9/29/2011	25,000	0	24,587	413			0	413		
192	PIMCO LOW DURATION FD I #36	693390304		11/14/2007	12/29/2011	1,140	0	1,123	17			0	17		
193	PIMCO LOW DURATION FD I #36	693390304		12/13/2007	12/29/2011	33,860	0	33,135	725			0	725		
194	PEPSICO INC	713448108		5/19/2011	12/1/2011	1,797	0	2,012	-215			0	-215		
195	PEPSICO INC	713448108		6/22/2011	12/27/2011	66	0	69	-3			0	-3		
196	POTASH CORP SASK	73755L107		1/6/2011	3/11/2011	489	0	501	-12			0	-12		
197	POTASH CORP SASK	73755L107		11/4/2010	5/11/2011	577	0	516	61			0	61		
198	POTASH CORP SASK	73755L107		11/4/2010	8/22/2011	1,435	0	1,315	120			0	120		
199	POTASH CORP SASK	73755L107		12/16/2010	8/22/2011	1,076	0	974	102			0	102		
200	PRAXAIR INC COM	74005P104		8/30/2011	12/27/2011	108	0	99	9			0	9		
201	PRECISION CASTPARTS CORP	740189105		10/21/2010	12/27/2011	165	0	135	30			0	30		
202	PRICELINE COM INC	741503403		7/12/2010	1/11/2011	433	0	204	229			0	229		
203	PRICELINE COM INC	741503403		7/12/2010	2/4/2011	871	0	408	463			0	463		
204	PRICELINE COM INC	741503403		7/12/2010	2/23/2011	2,129	0	1,019	1,110			0	1,110		
205	PROCTER & GAMBLE CO	742718109		5/17/2011	9/27/2011	570	0	608	-38			0	-38		
206	PROCTER & GAMBLE CO	742718109		5/11/2011	10/27/2011	1,103	0	1,120	-17			0	-17		
207	PROCTER & GAMBLE CO	742718109		5/17/2011	10/27/2011	260	0	270	-10			0	-10		
208	PROCTER & GAMBLE CO	742718109		7/8/2009	12/5/2011	129	0	105	24			0	24		
209	PROCTER & GAMBLE CO	742718109		6/22/2011	12/5/2011	647	0	643	4			0	4		
210	PROCTER & GAMBLE CO	742718109		7/6/2009	12/5/2011	129	0	104	25			0	25		
211	RANGE RES CORP	75281A109		5/1/2008	5/19/2011	520	0	664	-144			0	-144		
212	RANGE RES CORP	75281A109		5/1/2008	12/27/2011	63	0	66	-3			0	-3		
213	RATHEON CO	755111507		5/24/2011	10/28/2011	436	0	499	-63			0	-63		
214	RATHEON CO	755111507		5/24/2011	12/6/2011	1,318	0	1,447	-129			0	-129		
215	REPUBLIC SERVICES INC CL A COMM	760759100		8/22/2011	12/7/2011	1,623	0	1,684	-61			0	-61		
216	ROCKWELL AUTOMATION INC	773903109		2/10/2011	6/14/2011	404	0	433	-29			0	-29		
217	ROCKWELL AUTOMATION INC	773903109		2/10/2011	8/23/2011	1,139	0	1,733	-594			0	-594		
218	ROCKWELL COLLINS	774341101		4/28/2010	3/21/2011	511	0	519	-8			0	-8		
219	ROCKWELL COLLINS	774341101		4/28/2010	3/23/2011	759	0	779	-20			0	-20		
220	ROCKWELL COLLINS	774341101		3/8/2010	3/23/2011	126	0	119	7			0	7		
221	ROCKWELL COLLINS	774341101		3/8/2010	8/11/2011	1,330	0	1,788	-458			0	-458		
222	T ROWE PRICE BLUE CHIP GRWTH #93	77954Q106		11/2/2007	3/31/2011	10,000	0	10,280	-280			0	-280		
223	SALESFORCE COM INC	79466L302		11/10/2010	5/18/2011	670	0	589	81			0	81		
224	SALESFORCE COM INC	79466L302		5/21/2010	5/24/2011	747	0	410	337			0	337		
225	SALESFORCE COM INC	79466L302		5/21/2010	7/21/2011	898	0	491	407			0	407		
226	SALESFORCE COM INC	79466L302		5/21/2010	7/27/2011	591	0	328	263			0	263		
227	SALESFORCE COM INC	79466L302		5/21/2010	7/28/2011	733	0	410	323			0	323		
228	SANDISK CORP COM	80004C101		12/6/2010	6/24/2011	1,543	0	1,870	-327			0	-327		
229	SANDISK CORP COM	80004C101		2/15/2011	6/24/2011	435	0	567	-132			0	-132		
230	SCHLUMBERGER LTD	806857108		2/4/2011	5/11/2011	576	0	623	-47			0	-47		
231	SOUTHWESTERN ENERGY CO COM	845487109		12/22/2009	2/8/2011	1,315	0	1,674	-359			0	-359		
232	STARBUCKS CORP COM	855244109		5/13/2010	1/6/2011	351	0	303	48			0	48		

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	Wells Fargo Bank N A Trust T	X	101N Independence Mall E MACY13	Philadelphia	PA	19106-2112		TRUSTEE	4 00	32,428
2										
3										
4										
5										
6										
7										
8										
9										
10										

32,428

Part

	0	0	0
	Benefits	Expense Account	Explanation
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			

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

	Date	Amount
1 Credit from prior year return		0
2 First quarter estimated tax payment	12/9/2011	11
3 Second quarter estimated tax payment		
4 Third quarter estimated tax payment		
5 Fourth quarter estimated tax payment		
6 Other payments		0
7 Total		11