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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

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation <b>THE JOSEPH H. &amp; REVA ENGEL FOUNDATION</b>		A Employer identification number <b>63-0989498</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>P. O. BOX 3128</b>		B Telephone number <b>(205) 221-4000</b>
City or town, state, and ZIP code <b>JASPER, AL 35502-3128</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input 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) \$ <b>57,518.</b>		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	224,424.		N/A	
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	45.	45.		STATEMENT 1
4	Dividends and interest from securities	1,759.	1,759.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	15,617.			
b	Gross sales price for all assets on line 6a	260,717.			
7	Capital gain net income (from Part IV, line 2)		15,617.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	241,845.	17,421.		
13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	3,912.	2,934.		978.
c	Other professional fees	442.	44.		0.
17	Interest				
18	Taxes	301.	42.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	159.	0.		159.
24	Total operating and administrative expenses. Add lines 13 through 23	4,814.	3,020.		1,137.
25	Contributions, gifts, grants paid	238,841.			238,841.
26	Total expenses and disbursements. Add lines 24 and 25	243,655.	3,020.		239,978.
27	Subtract line 26 from line 12	-1,810.			
a	Excess of revenue over expenses and disbursements		14,401.		
b	Net investment income (if negative, enter -0-)				
c	Adjusted net income (if negative, enter -0-)			N/A	

16

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	10,469.	23,708.	23,708.
	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			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - US and state government obligations			
	b Investments - corporate stock STMT 7	48,176.	33,127.	33,810.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	58,645.	56,835.	57,518.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	58,645.	56,835.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	58,645.	56,835.		
31 Total liabilities and net assets/fund balances	58,645.	56,835.		

**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	58,645.
2 Enter amount from Part I, line 27a	2	-1,810.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	56,835.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	56,835.

**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	STATEMENT D-1	P	VARIOUS	VARIOUS
b	STATEMENT D-2	P	VARIOUS	VARIOUS
c	STATEMENT D-3	P	VARIOUS	VARIOUS
d	CAPITAL GAINS DIVIDENDS			
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	47,771.		47,679.	92.
b	56,159.		36,484.	19,675.
c	156,765.		160,937.	-4,172.
d	22.			22.
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) 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			92.
b			19,675.
c			-4,172.
d			22.
e			

2	Capital gain net income or (net capital loss) <span style="font-size: 2em; vertical-align: middle;">{</span> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 <span style="font-size: 2em; vertical-align: middle;">}</span>	2	15,617.
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) If (loss), enter -0- in Part I, line 8 <span style="font-size: 2em; vertical-align: middle;">}</span>	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see 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	134,125.	172,270.	.778574
2009	240,504.	295,447.	.814034
2008	135,113.	477,532.	.282940
2007	97,086.	524,354.	.185154
2006	134,245.	459,104.	.292407

2	Total of line 1, column (d)	2	2.353109
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	.470622
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	214,237.
5	Multiply line 4 by line 3	5	100,825.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	144.
7	Add lines 5 and 6	7	100,969.
8	Enter qualifying distributions from Part XII, line 4	8	239,978.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	144.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> 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	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	144.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	144.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a		
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		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		144.
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	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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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
1c 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"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
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		
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?		
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.		
8a Enter the states to which the foundation reports or with which it is registered (see instructions) AL		
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		
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		

N/A

STMT 8

STMT 9

Form 990-PF (2011)

**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 ► MARK PFLAUM, CPA Telephone no ► 205-221-4000 Located at ► 17 EAST 18TH STREET, P.O. BOX 3128, JASPER, AL ZIP+4 ► 35502-3128			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here 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?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
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. ►		
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?	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

Form 990-PF (2011)

**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)?

☐ 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

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?

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

☐ Yes ☒ No

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

N/A

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

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
LISA R. ENGEL 3547 KINGSHILL RD BIRMINGHAM, AL 35223	PRESIDENT/DIRECTOR 7.50	0.	0.	0.
ALAN Z. ENGEL 3547 KINGSHILL RD BIRMINGHAM, AL 35223	VICE PRES/SECRETARY/DIRECTOR 1.00	0.	0.	0.
ANDREA J. ENGEL 3547 KINGSHILL RD BIRMINGHAM, AL 35223	TREASURER/DIRECTOR 2.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
N/A	0.00	0.	0.	0.

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

0

Form 990-PF (2011)

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
N/A		0.
<b>Total</b> 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 N/A	0.

**Part IX-B** Summary of Program-Related Investments

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

	Amount
1 N/A	0.
All other program-related investments See instructions	
3	
<b>Total.</b> Add lines 1 through 3	0.

Form 990-PF (2011)



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	168,916.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	48,584.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	217,500.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	217,500.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	3,263.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	214,237.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	10,712.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	10,712.
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	144.
<b>b</b>	Income tax for 2011 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	144.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	10,568.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	10,568.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	10,568.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	239,978.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	239,978.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	144.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	239,834.

**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.

Form 990-PF (2011)

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
<b>1</b> Distributable amount for 2011 from Part XI, line 7				10,568.
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only			0.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2011				
<b>a</b> From 2006	116,222.			
<b>b</b> From 2007	73,250.			
<b>c</b> From 2008	111,378.			
<b>d</b> From 2009	225,978.			
<b>e</b> From 2010	126,029.			
<b>f</b> Total of lines 3a through e	652,857.			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4 ▶ \$	239,978.			
<b>a</b> Applied to 2010, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2011 distributable amount				10,568.
<b>e</b> Remaining amount distributed out of corpus	229,410.			
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	882,267.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7	116,222.			
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	766,045.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2007	73,250.			
<b>b</b> Excess from 2008	111,378.			
<b>c</b> Excess from 2009	225,978.			
<b>d</b> Excess from 2010	126,029.			
<b>e</b> Excess from 2011	229,410.			



**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
<b>a</b> Paid during the year				
SEE STATEMENT C-1	N/A	PUBLIC	VARIOUS	238,841.
<b>Total</b>			▶ <b>3a</b>	238,841.
<b>b</b> Approved for future payment				
NONE				
<b>Total</b>			▶ <b>3b</b>	0.



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

- |          |  | Yes          | No |
|----------|--|--------------|----|
| <b>1</b> | 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?  |              |    |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of  |              |    |
|          | (1) Cash   | <b>1a(1)</b> | X  |
|          | (2) Other assets   | <b>1a(2)</b> | X  |
| <b>b</b> | Other transactions   |              |    |
|          | (1) Sales of assets to a noncharitable exempt organization   | <b>1b(1)</b> | X  |
|          | (2) Purchases of assets from a noncharitable exempt organization   | <b>1b(2)</b> | X  |
|          | (3) Rental of facilities, equipment, or other assets   | <b>1b(3)</b> | X  |
|          | (4) Reimbursement arrangements   | <b>1b(4)</b> | X  |
|          | (5) Loans or loan guarantees   | <b>1b(5)</b> | X  |
|          | (6) Performance of services or membership or fundraising solicitations   | <b>1b(6)</b> | X  |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   | <b>1c</b>    | X  |
| <b>d</b> | 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
N/A		

**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.

Signature of officer or trustee

Date \_\_\_\_\_

**Title**

May the IRS discuss this return with the preparer shown below (see instr)?

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date \_\_\_\_\_

Check ☐ self-employed

PTIN
------

STEPHEN M. BERMAN

Arthur M. Bernard, CPA 5/9/12

5/9/12

P00031703

Firm's name ▶ **STEPHEN M. BERMAN & ASSOC., L.L.C.**

Firm's EIN ► 58-1540139

Firm's address ► 3475 LENOX ROAD, N.E., SUITE 950  
ATLANTA 30326

Phone no 404-262-2181

Form **990-PF** (2011)

**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

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

OMB No 1545-0047

**2011**

Name of the organization

Employer identification number

THE JOSEPH H. & REVA ENGEL FOUNDATION

63-0989498

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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

Employer identification number

THE JOSEPH H. &amp; REVA ENGEL FOUNDATION

63-0989498

**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	ALAN Z. ENGEL 3547 KINGSHILL RD. BIRMINGHAM, AL 35223	\$ 12,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	THE ESTATE OF JOSEPH H. ENGEL 1015 FINANCIAL CENTER BIRMINGHAM, AL 35203	\$ 212,424.	Person <input checked="" 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

Employer identification number

THE JOSEPH H. &amp; REVA ENGEL FOUNDATION

63-0989498

**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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

THE JOSEPH H. &amp; REVA ENGEL FOUNDATION

63-0989498

**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once.) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
FIRST NATIONAL BANK OF JASPER	45.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	45.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
STATE STREET BANK AND TRUST CO, NOMINEE	419.	15.	404.
STATE STREET BANK AND TRUST CO, NOMINEE	807.	7.	800.
STATE STREET BANK AND TRUST CO, NOMINEE	555.	0.	555.
TOTAL TO FM 990-PF, PART I, LN 4	1,781.	22.	1,759.

## FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,912.	2,934.		978.
TO FORM 990-PF, PG 1, LN 16B	3,912.	2,934.		978.

## FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEE - RHB	442.	44.		0.
TO FORM 990-PF, PG 1, LN 16C	442.	44.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	42.	42.		0.
EXCISE TAX	259.	0.		0.
TO FORM 990-PF, PG 1, LN 18	301.	42.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	159.	0.		159.
TO FORM 990-PF, PG 1, LN 23	159.	0.		159.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT A-1	33,127.	33,810.
TOTAL TO FORM 990-PF, PART II, LINE 10B	33,127.	33,810.

FORM 990-PF	STATEMENT CONCERNING LIQUIDATION, TERMINATION, ETC. - PART VII-A, LINE 5	STATEMENT	8
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## EXPLANATION

THE FOUNDATION IS THE BENEFICIARY OF THE ESTATE OF JOSEPH H. ENGEL. IT IS EXPECTED THAT A TOTAL OF \$1.5 MILLION WILL BE RECEIVED FROM THE ESTATE UPON ITS TERMINATION. AS OF DECEMBER 31, 2011, A PARTIAL DISTRIBUTION WAS RECEIVED FROM THE ESTATE. ALONG WITH ASSETS ON HAND, THE FOUNDATION USED THE ESTATE BEQUEST TO SATISFY CERTAIN CHARITABLE DONATIONS. NO TECHNICAL TERMINATION OF THE FOUNDATION HAS OCCURRED NOR IS ONE EXPECTED IN THE NEAR FUTURE.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS  
PART VII-A, LINE 10

STATEMENT 9

## NAME OF CONTRIBUTOR

## ADDRESS

THE ESTATE OF JOSEPH H. ENGEL

1015 FINANCIAL CENTER  
BIRMINGHAM, AL 35203

**R. H. BLUESTEIN & COMPANY**  
INVESTMENT MANAGERS AND ADVISORS

**PORTFOLIO APPRAISAL**  
**Joseph H. and Reva Engel Foundation (Alan Engel),**  
**Lisa R. Engel, Alan Z. Engel and Andrea J. Engel, Directors (HS8621)**  
December 31, 2011

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Yield
<b>COMMON STOCK</b>							
<b>CONSUMER DISCRETIONARY</b>							
25	Ford Motor Company	14.95	374	10.76	269	0.5	1.9
15	Home Depot Inc	35.92	539	42.04	631	1.2	2.8
15	McDonalds Corp	80.81	1,212	100.33	1,505	3.0	2.8
5	Walt Disney Co	40.96	205	37.50	188	0.4	1.6
			2,329		2,592	5.1	2.6
<b>CONSUMER STAPLES</b>							
25	Church & Dwight Co	41.36	1,034	45.76	1,144	2.3	1.5
15	Coca Cola Co	67.97	1,020	69.97	1,050	2.1	2.7
5	Costco Wholesale	82.27	411	83.32	417	0.8	1.2
10	Diageo PLC ADR	76.42	764	87.42	874	1.7	3.0
5	Estee Lauder Cl A	97.96	490	112.32	562	1.1	0.9
15	Nestle SA ADR	61.99	930	57.71	866	1.7	3.1
			4,649		4,912	9.7	2.2
<b>ENERGY</b>							
5	Devon Energy Corp	82.73	414	62.00	310	0.6	1.1
5	Exxon Mobil Corp	80.99	405	84.76	424	0.8	2.2
15	Kinder Morgan Inc	30.05	451	32.17	483	1.0	3.7
15	Occidental Petroleum	87.68	1,315	93.70	1,406	2.8	2.0
10	Schlumberger Ltd	77.11	771	68.31	683	1.4	1.5
			3,356		3,305	6.5	2.1
<b>FINANCIALS</b>							
15	American Express Co	50.84	763	47.17	708	1.4	1.5
15	Wells Fargo & Co	25.66	385	27.56	413	0.8	1.7
			1,148		1,121	2.2	1.6
<b>HEALTHCARE</b>							
15	Allergan Inc	81.79	1,227	87.74	1,316	2.6	0.2
15	Bristol-Myers Squibb	28.56	428	35.24	529	1.0	3.9
15	Edwards Lifesciences	88.25	1,324	70.70	1,061	2.1	0.0
5	Perrigo Co	99.04	495	97.30	487	1.0	0.3
15	Roche Hldgs Ltd ADR	42.36	635	42.55	638	1.3	2.7
			4,110		4,030	8.0	1.0
<b>INDUSTRIALS</b>							
15	Boeing Co	62.33	935	73.35	1,100	2.2	2.4
15	Caterpillar Inc	102.87	1,543	90.60	1,359	2.7	2.0
10	FedEx Corp	93.08	931	83.51	835	1.7	0.6
50	General Electric Co	16.03	801	17.91	896	1.8	3.8
15	Republic Services Inc	32.29	484	27.55	413	0.8	3.2
15	Union Pacific Corp	100.08	1,501	105.94	1,589	3.1	2.3

**R. H. BLUESTEIN & COMPANY**  
INVESTMENT MANAGERS AND ADVISORS

**PORTFOLIO APPRAISAL**  
**Joseph H. and Reva Engel Foundation (Alan Engel),**  
**Lisa R. Engel, Alan Z. Engel and Andrea J. Engel, Directors (HS8621)**  
December 31, 2011

<u>Quantity</u>	<u>Security</u>	<u>Unit Cost</u>	<u>Total Cost</u>	<u>Price</u>	<u>Market Value</u>	<u>Pct. Assets</u>	<u>Yield</u>
15	United Technologies	87.32	1,310	73.09	1,096	2.2	2.6
			7,506		7,289	14.4	2.3
<b>TECHNOLOGY</b>							
5	Apple Inc	337.22	1,686	405.00	2,025	4.0	0.0
25	Cisco Systems Inc	16.05	401	18.08	452	0.9	1.3
15	Corning Inc	13.98	210	12.98	195	0.4	2.3
2	Google Inc Cl A	527.14	1,054	645.90	1,292	2.6	0.0
25	Oracle Corp	25.51	638	25.65	641	1.3	0.9
5	Visa Inc Cl A	86.21	431	101.53	508	1.0	0.9
			4,420		5,112	10.1	0.4
<b>MATERIALS</b>							
10	Air Products & Chem	96.72	967	85.19	852	1.7	2.7
15	Molycorp Inc	39.20	588	23.98	360	0.7	0.0
10	Monsanto Co	63.75	638	70.07	701	1.4	1.7
10	PPG Industries	76.52	765	83.49	835	1.7	2.7
15	Potash Corp	46.31	695	41.28	619	1.2	0.7
25	Weyerhaeuser Co	17.23	431	18.67	467	0.9	3.2
			4,083		3,833	7.6	2.0
<b>UTILITIES</b>							
15	American Water Works	28.88	433	31.86	478	0.9	2.9
15	ITC Hldgs Corp	72.94	1,094	75.88	1,138	2.2	1.9
			1,527		1,616	3.2	2.2
<b>COMMON STOCK Total</b>			33,127		33,810	66.8	1.8

THE JOSEPH H AND REVA ENGEL FOUNDATION  
FORM 990 - PF  
12/31/2011

RECIPIENT	PURPOSE	AMOUNT
Alabama Symphony Orchestra	Civic	2,750
Alys Stevens Center	Civic	2,900
Alzheimer's Association	Medical	25
Alzheimers Of Central Alabama	Medical	300
American Lung Association	Medical	25
Atlanta Scholars Kollel	Civic	5,000
Atlanta Women's Foundation	Civic	7,500
BBYO	Religious	5,050
Bike & Build	Civic	100
Birmingham 1st Seventh Adventist Church	Religious	250
Birmingham Holocaust Education Center	Educational	500
Birmingham Jewish Federation	Civic	58,536
Birmingham Jewish Foundation	Civic	4,272
Birthinght Israel Foundation	Civic	360
Chabad Of Alabama	Civic	396
Chabad on Campus	Educational	54
Collat Jewish Family Services	Religious	3,630
Community Foundation		25
Community Kitchens	Civic	25
Crippled Children's Foundation	Medical	25
Crisis Center	Medical	90
Cure Search	Medical	100
Dixie Golf Foundation	Civic	150
Etgar 36	Civic	180
First Teachers at Home	Educational	550
Friends of Israel Defense Forces	Civic	5,000
Friends of Yemin Order	Civic	7,500
Gateway Center	Civic	100
Girls Inc	Civic	250
Hadassah	Religious	1,118
Heart Gallery Alabama	Medical	100
Hillels of Georgia	Religious	1,000
Hispanic International Coalition	Civic	100
IMPACT, AL	Civic	2,000
Indian Springs School	Educational	12,550
Institute Of Southern Jewish Life	Civic	16,000
Jahm Chai Tots	Educational	36
Jasper Fire Department	Civic	52
Jewish Federation Of Greater Atlanta	Civic	30,000
Jewish Women's Learning Center	Educational	360
Joint Distribution Committee	Civic	100
Kiwanis Club of Birmingham	Civic	175
Knesset Israel	Religious	168
Lakeshore Foundation	Civic	100
Leukemia & Lymphoma Society	Medical	25
Magic Moments	Civic	30
March of Dimes	Medical	25
McWane Science Center	Civic	90
Monday Morning Quarterback Club	Civic	100
Mountain Brook Firefighters	Civic	25
Mountain Brook Library	Educational	100
Music Opportunity	Educational	280
N E Miles Jewish Day School	Educational	39,826
Nechama	Educational	250



THE JOSEPH H AND REVA ENGEL FOUNDATION  
FORM 990 - PF  
12/31/2011

RECIPIENT	PURPOSE	AMOUNT
Ner Israel	Religious	180
Norma Livingston Ovarian Cancer Foundation	Medical	1,050
Northwestern University	Educational	9,000
Oasis	Civic	500
Ovarian Cycle	Medical	250
Pancreatic Cancer Action Network	Medical	125
Pinson Valley High School	Educational	330
Ramah Darom	Religious	1,000
Ransom Everglades School	Educational	50
Sisterhood Of Temple Beth-El	Religious	199
Southeastern Diabetes Education	Medical	75
Special Equestrians	Civic	300
St Lucie Hillel	Civic	180
The Temple	Religious	1,800
Temple Beth- El	Religious	730
Temple Emanu-El	Religious	140
Temple Sinai	Religious	18
Temima High School	Educational	5,000
Torah Fund	Civic	360
UAB	Educational	43
UAB 1917 Clinic	Medical	3,000
UAB Center for Aging	Medical	1,000
UAB Department of Neurology	Medical	50
UCP United Cerebral Palsy	Medical	50
United Negro College Fund	Educational	1,000
United States Holocaust Memorial Museum	Civic	108
University of Colorado Foundation	Educational	250
Voices Against Violence	Civic	500
Walker Area Community Foundation	Civic	500
WBHM Public Radio	Civic	300
YWCA Of Central AL	Civic	500
		238,841

**REALIZED GAINS AND LOSSES**

Joseph H. and Reva Engel Foundation (Ilene Engel),

Lisa R. Engel, Alan Z. Engel and Andrea J. Engel, Directors (HS8768)

From 01-01-11 Through 12-31-11

Open Date	Close Date	Quantity	Security	Proceeds	Cost Basis	Gain Or Loss Short Term Long Term
<b>Short Term</b>						
1/21/2011	2/15/2011	10	Monsanto Co	715.00	707.00	8.00
2/1/2011	2/15/2011	15	Peabody Energy Corp	983.00	970.00	13.00
3/29/2010	2/15/2011	25	Republic Services Inc	747.00	729.00	18.00
1/26/2011	2/15/2011	5	Mosaic Co	428.00	389.00	39.00
9/14/2010	2/15/2011	10	HSBC Hldgs PLC ADR	567.00	523.00	44.00
11/4/2010	2/15/2011	10	Citrix Systems Inc	721.00	658.00	63.00
7/29/2010	2/15/2011	5	BHP Billiton Ltd ADR	473.00	368.00	105.00
7/14/2010	2/15/2011	5	Freeport-McMoRan	274.00	161.00	113.00
12/15/2010	2/15/2011	10	Molycorp Inc	483.00	370.00	113.00
6/10/2010	2/15/2011	15	Walt Disney Co	648.00	510.00	138.00
6/16/2010	2/15/2011	10	ITC Hldgs Corp	675.00	537.00	138.00
7/20/2010	2/15/2011	1	Google Inc Cl A	625.00	478.00	147.00
3/5/2010	2/15/2011	10	Deere & Co	934.00	597.00	337.00
4/22/2010	2/15/2011	5	Netflix Inc	1,199.00	474.00	725.00
9/14/2010	3/1/2011	15	HSBC Hldgs PLC ADR	798.00	784.00	14.00
7/29/2010	3/8/2011	10	BHP Billiton Ltd ADR	942.00	736.00	206.00
12/6/2010	4/25/2011	25	Barrick Gold Corp	1,312.00	1,369.00	(57.00)
7/21/2010	6/1/2011	25	U S Bancorp	618.00	595.00	23.00
3/25/2011	6/10/2011	15	Walt Disney Co	580.00	647.00	(67.00)
6/10/2010	6/10/2011	10	Walt Disney Co	387.00	340.00	47.00
2/1/2011	6/15/2011	10	Peabody Energy Corp	538.00	647.00	(109.00)
1/26/2011	8/4/2011	10	Mosaic Co	674.00	778.00	(104.00)
11/4/2010	8/4/2011	10	Monsanto Co	670.00	617.00	53.00
12/6/2010	8/4/2011	10	Molycorp Inc	555.00	320.00	235.00
4/26/2011	8/5/2011	5	Cavium Inc	154.00	238.00	(84.00)
4/29/2011	8/5/2011	5	Cavium Inc	154.00	231.00	(77.00)
5/3/2011	8/5/2011	5	Cavium Inc	154.00	231.00	(77.00)
12/6/2010	8/5/2011	15	Molycorp Inc	822.00	480.00	342.00
1/31/2011	8/8/2011	50	Ford Motor Company	507.00	802.00	(295.00)
3/25/2011	8/8/2011	15	Exxon Mobil Corp	1,088.00	1,252.00	(164.00)
6/28/2011	8/18/2011	15	EMC Corp	303.00	405.00	(102.00)
11/4/2010	8/18/2011	15	Devon Energy Corp	975.00	1,044.00	(69.00)
7/21/2011	10/3/2011	5	National Oilwell Varco	254.00	407.00	(153.00)
7/7/2011	10/3/2011	5	National Oilwell Varco	254.00	403.00	(149.00)
9/7/2011	12/14/2011	10	National Oilwell Varco	666.00	657.00	9.00
4/26/2011	12/15/2011	25	Edwards Lifesciences	1,637.00	2,103.00	(466.00)
10/18/2011	12/15/2011	25	Molycorp Inc	683.00	980.00	(297.00)
1/31/2011	12/15/2011	50	Ford Motor Company	512.00	802.00	(290.00)
8/31/2011	12/15/2011	10	Potash Corp	389.00	584.00	(195.00)
7/7/2011	12/15/2011	10	Air Products & Chem	816.00	979.00	(163.00)
8/30/2011	12/15/2011	15	Schlumberger Ltd	1,010.00	1,157.00	(147.00)
9/1/2011	12/15/2011	10	Rio Tinto PLC ADR	469.00	610.00	(141.00)
10/6/2011	12/15/2011	15	Potash Corp	584.00	695.00	(111.00)
7/7/2011	12/15/2011	5	National Oilwell Varco	326.00	403.00	(77.00)
4/27/2011	12/15/2011	5	United Technologies	366.00	440.00	(74.00)
7/21/2011	12/15/2011	5	Air Products & Chem	408.00	478.00	(70.00)
4/7/2011	12/15/2011	5	United Technologies	366.00	428.00	(62.00)

STATEMENT D-1

REALIZED GAINS AND LOSSES

Joseph H. and Reva Engel Foundation (Ilene Engel),  
 Lisa R. Engel, Alan Z. Engel and Andrea J. Engel, Directors (HS8768)  
 From 01-01-11 Through 12-31-11

Open Date	Close Date	Quantity	Security	Proceeds	Cost Basis	Gain Or Loss	
						Short Term	Long Term
3/25/2011	12/15/2011	10	Exxon Mobil Corp	801.00	834.00	(33.00)	
1/21/2011	12/15/2011	10	Citrix Systems Inc	632.00	658.00	(26.00)	
8/11/2011	12/15/2011	25	Corning Inc	329.00	350.00	(21.00)	
10/25/2011	12/15/2011	15	Kinder Morgan Inc	432.00	451.00	(19.00)	
8/15/2011	12/15/2011	25	Weyerhaeuser Co	414.00	431.00	(17.00)	
10/25/2011	12/15/2011	5	Perrigo Co	484.00	495.00	(11.00)	
8/17/2011	12/15/2011	5	Occidental Petroleum	443.00	443.00	0.00	
5/10/2011	12/15/2011	10	American Water Works	309.00	305.00	4.00	
6/30/2011	12/15/2011	5	Estee Lauder Cl A	531.00	527.00	4.00	
10/18/2011	12/15/2011	25	Wells Fargo & Co	650.00	642.00	8.00	
8/16/2011	12/15/2011	10	Occidental Petroleum	886.00	877.00	9.00	
8/17/2011	12/15/2011	25	General Electric Co	418.00	407.00	11.00	
10/10/2011	12/15/2011	25	General Electric Co	418.00	401.00	17.00	
3/25/2011	12/15/2011	10	Union Pacific Corp	985.00	966.00	19.00	
11/14/2011	12/15/2011	10	Boeing Co	707.00	686.00	21.00	
8/31/2011	12/15/2011	5	Diageo PLC ADR	422.00	401.00	21.00	
8/12/2011	12/15/2011	50	General Electric Co	836.00	803.00	33.00	
8/15/2011	12/15/2011	10	PPG Industries	803.00	765.00	38.00	
8/30/2011	12/15/2011	5	Estee Lauder Cl A	531.00	490.00	41.00	
8/12/2011	12/15/2011	25	Cisco Systems Inc	451.00	401.00	50.00	
8/17/2011	12/15/2011	25	Church & Dwight Co	1,111.00	1,042.00	69.00	
3/8/2011	12/15/2011	25	American Water Works	772.00	698.00	74.00	
6/21/2011	12/15/2011	25	Church & Dwight Co	1,111.00	1,034.00	77.00	
8/12/2011	12/15/2011	10	Diageo PLC ADR	845.00	764.00	81.00	
10/18/2011	12/15/2011	25	Home Depot Inc	990.00	898.00	92.00	
6/30/2011	12/15/2011	10	Visa Inc Cl A	957.00	862.00	95.00	
8/15/2011	12/15/2011	15	Boeing Co	1,060.00	935.00	125.00	
TOTAL SHORT TERM GAIN/LOSS				47,771.00	47,679.00	92.00	

**REALIZED GAINS AND LOSSES**

Joseph H. and Reva Engel Foundation (Ilene Engel),  
 Lisa R. Engel, Alan Z. Engel and Andrea J. Engel, Directors (HS8768)  
 From 01-01-11 Through 12-31-11

Open Date	Close Date	Quantity	Security	Proceeds	Cost Basis	Gain Or Loss Short Term Long Term
<b>Long Term</b>						
7/22/2009	2/15/2011	10	Apple Inc	3,590.00	1,576.00	2,014.00
4/6/2009	2/15/2011	25	Bristol-Myers Squibb	637.00	520.00	117.00
4/2/2009	2/15/2011	10	Caterpillar Inc	1,025.00	311.00	714.00
3/12/2009	2/15/2011	10	Celgene Corp	530.00	465.00	65.00
3/19/2009	2/15/2011	10	FedEx Corp	958.00	458.00	500.00
1/11/2007	2/15/2011	10	Schlumberger Ltd	915.00	579.00	336.00
7/18/2008	2/15/2011	10	Teva Pharm Ind ADR	516.00	441.00	75.00
11/5/2009	2/15/2011	10	Union Pacific Corp	981.00	602.00	379.00
3/12/2009	2/23/2011	15	Celgene Corp	796.00	697.00	99.00
4/21/2006	2/23/2011	25	Gilead Sciences Inc	954.00	818.00	136.00
2/11/2010	3/16/2011	25	National Oilwell Varco	1,852.00	1,078.00	774.00
7/15/2009	4/8/2011	50	Cisco Systems Inc	876.00	985.00	(109.00)
7/19/2006	4/8/2011	10	McDonalds Corp	762.00	351.00	411.00
7/18/2008	4/25/2011	15	Teva Pharm Ind ADR	677.00	661.00	16.00
4/30/2009	5/12/2011	20	FMC Technologies	833.00	353.00	480.00
7/21/2009	5/12/2011	10	FMC Technologies	417.00	205.00	212.00
4/16/2009	6/1/2011	15	Schlumberger Ltd	1,251.00	698.00	553.00
3/5/2010	6/3/2011	15	Deere & Co	1,236.00	895.00	341.00
1/24/2008	6/10/2011	5	Apple Inc	1,635.00	700.00	935.00
3/19/2009	6/10/2011	5	FedEx Corp	426.00	229.00	197.00
4/30/2009	6/15/2011	50	Corning Inc	898.00	754.00	144.00
4/22/2010	6/15/2011	5	Netflix Inc	1,287.00	474.00	813.00
7/25/2002	6/22/2011	25	Procter & Gamble Co	1,599.00	1,026.00	573.00
6/16/2010	8/4/2011	25	DIRECTV Cl A	1,161.00	978.00	183.00
8/13/2009	8/4/2011	25	Hess Corp	1,565.00	1,313.00	252.00
10/16/2008	8/8/2011	15	Peabody Energy Corp	654.00	436.00	218.00
11/4/2008	8/8/2011	10	Peabody Energy Corp	436.00	363.00	73.00
10/18/2006	8/8/2011	10	Costco Wholesale	744.00	525.00	219.00
7/14/2010	8/8/2011	25	Freeport-McMoRan	1,091.00	804.00	287.00
7/20/2010	8/8/2011	2	Google Inc Cl A	1,119.00	955.00	164.00
7/14/2009	8/10/2011	25	Anheuser-Busch InBev ADR	1,256.00	945.00	311.00
5/27/2010	8/10/2011	15	Walt Disney Co	456.00	506.00	(50.00)
1/24/2008	12/15/2011	10	Apple Inc	3,804.00	1,399.00	2,405.00
11/1/2010	12/15/2011	10	Allergan Inc	835.00	738.00	97.00
11/23/2009	12/15/2011	25	American Express Co	1,172.00	1,045.00	127.00
4/6/2009	12/15/2011	25	Bristol-Myers Squibb	853.00	520.00	333.00
4/2/2009	12/15/2011	15	Caterpillar Inc	1,321.00	467.00	854.00
10/18/2006	12/15/2011	15	Costco Wholesale	1,239.00	788.00	451.00
11/4/2010	12/15/2011	15	Citrix Systems Inc	948.00	988.00	(40.00)
5/27/2010	12/15/2011	10	Walt Disney Co	352.00	337.00	15.00
11/4/2010	12/15/2011	10	Devon Energy Corp	614.00	696.00	(82.00)
3/19/2009	12/15/2011	10	FedEx Corp	817.00	458.00	359.00
7/20/2010	12/15/2011	2	Google Inc Cl A	1,241.00	955.00	286.00
6/1/2010	12/15/2011	10	ITC Hldgs Corp	719.00	525.00	194.00
6/16/2010	12/15/2011	5	ITC Hldgs Corp	359.00	268.00	91.00
3/18/2009	12/15/2011	25	Coca Cola Co	1,677.00	1,040.00	637.00

# REALIZED GAINS AND LOSSES

Joseph H. and Reva Engel Foundation (Ilene Engel),  
 Lisa R. Engel, Alan Z. Engel and Andrea J. Engel, Directors (HS8768)  
 From 01-01-11 Through 12-31-11

Open Date	Close Date	Quantity	Security	Proceeds	Cost Basis	Gain Or Loss	
						Short Term	Long Term
7/19/2006	12/15/2011	15	McDonalds Corp	1,473.00	526.00		947.00
11/4/2010	12/15/2011	15	Monsanto Co	1,029.00	925.00		104.00
4/14/2005	12/15/2011	25	Nestle SA ADR	1,371.00	680.00		691.00
4/30/2009	12/15/2011	25	Roche Hldgs Ltd ADR	1,058.00	798.00		260.00
3/29/2010	12/15/2011	25	Republic Services Inc	667.00	728.00		(61.00)
11/5/2009	12/15/2011	15	Union Pacific Corp	1,477.00	902.00		575.00
TOTAL LONG TERM GAIN/LOSS				56,159.00	36,484.00		19,675.00

# REALIZED GAINS AND LOSSES

Joseph H. and Reva Engel Foundation (Alan Engel),  
 Lisa R. Engel, Alan Z. Engel and Andrea J. Engel, Directors (HS8621)  
 From 01-01-11 Through 12-31-11

Open Date	Close Date	Quantity	Security	Proceeds	Cost Basis	Gain Or Loss Short Term Long Term
5/18/2011	6/1/2011	25	Schlumberger Ltd	2,085.00	2,076.00	9.00
5/18/2011	6/3/2011	25	Deere & Co	2,060.00	2,133.00	(73.00)
5/18/2011	6/10/2011	10	FedEx Corp	852.00	931.00	(79.00)
5/18/2011	6/15/2011	15	Peabody Energy Corp	807.00	890.00	(83.00)
5/18/2011	6/15/2011	100	Corning Inc	1,795.00	2,043.00	(248.00)
5/18/2011	6/15/2011	5	Netflix Inc	1,287.00	1,203.00	84.00
5/18/2011	6/21/2011	25	Procter & Gamble Co	1,618.00	1,679.00	(61.00)
5/18/2011	6/23/2011	15	Mosaic Co	934.00	1,034.00	(100.00)
5/18/2011	7/26/2011	25	U S Bancorp	671.00	636.00	35.00
5/18/2011	8/4/2011	25	DIRECTV Cl A	1,161.00	1,229.00	(68.00)
5/18/2011	8/4/2011	25	Hess Corp	1,565.00	1,902.00	(337.00)
5/18/2011	8/4/2011	10	Monsanto Co	670.00	638.00	32.00
5/18/2011	8/4/2011	10	Mosaic Co	674.00	689.00	(15.00)
5/18/2011	8/5/2011	25	Cavium Inc	769.00	1,130.00	(361.00)
5/18/2011	8/5/2011	25	Molycorp Inc	1,370.00	1,488.00	(118.00)
5/18/2011	8/8/2011	10	Peabody Energy Corp	436.00	593.00	(157.00)
5/18/2011	8/8/2011	10	Costco Wholesale	744.00	823.00	(79.00)
5/18/2011	8/8/2011	50	Ford Motor Company	507.00	748.00	(241.00)
5/18/2011	8/8/2011	15	Freeport-McMoRan	655.00	721.00	(66.00)
5/18/2011	8/8/2011	2	Google Inc Cl A	1,119.00	1,054.00	65.00
5/18/2011	8/8/2011	15	Exxon Mobil Corp	1,088.00	1,215.00	(127.00)
5/18/2011	8/10/2011	25	Anheuser-Busch InBev ADR	1,256.00	1,501.00	(245.00)
5/18/2011	8/10/2011	15	Walt Disney Co	456.00	614.00	(158.00)
5/18/2011	8/18/2011	15	Devon Energy Corp	975.00	1,241.00	(266.00)
6/28/2011	8/18/2011	25	EMC Corp	505.00	674.00	(169.00)
7/7/2011	10/3/2011	5	National Oilwell Varco	254.00	403.00	(149.00)
7/21/2011	10/3/2011	5	National Oilwell Varco	254.00	407.00	(153.00)
			GOOGLE INC (Callable)			
6/27/2011	11/15/2011	25000	1.250% Due 05-19-14	25,300.00	25,260.00	40.00
			HONEYWELL INTL 3.875%			
8/25/2011	11/15/2011	25000	Due 02-15-14	26,600.00	26,868.00	(268.00)
			IBM CORP (Callable) 1.250%			
8/17/2011	11/15/2011	25000	Due 05-12-14	25,213.00	25,428.00	(215.00)
			WAL-MART STORES 1.625%			
6/27/2011	11/15/2011	25000	Due 04-15-14	25,525.00	25,474.00	51.00
5/18/2011	11/15/2011	5	Apple Inc	1,903.00	1,686.00	217.00
5/18/2011	11/15/2011	10	Allergan Inc	839.00	818.00	21.00
7/7/2011	11/15/2011	5	Air Products & Chem	425.00	490.00	(65.00)
5/18/2011	11/15/2011	10	American Water Works	309.00	289.00	20.00
5/18/2011	11/15/2011	10	American Express Co	492.00	508.00	(16.00)
8/15/2011	11/15/2011	10	Boeing Co	674.00	623.00	51.00
5/18/2011	11/15/2011	10	Bristol-Myers Squibb	315.00	286.00	29.00
5/18/2011	11/15/2011	10	Caterpillar Inc	960.00	1,028.00	(68.00)
8/17/2011	11/15/2011	25	Church & Dwight Co	1,098.00	1,042.00	56.00
5/18/2011	11/15/2011	10	Costco Wholesale	833.00	822.00	11.00
8/12/2011	11/15/2011	25	Cisco Systems Inc	471.00	401.00	70.00
5/18/2011	11/15/2011	10	Citrix Systems Inc	743.00	815.00	(72.00)

REALIZED GAINS AND LOSSES

Joseph H. and Reva Engel Foundation (Alan Engel),  
 Lisa R. Engel, Alan Z. Engel and Andrea J. Engel, Directors (HS8621)  
 From 01-01-11 Through 12-31-11

Open Date	Close Date	Quantity	Security	Proceeds	Cost Basis	Gain Or Loss Short Term Long Term
8/12/2011	11/15/2011	5	Diageo PLC ADR	423.00	382.00	41.00
5/18/2011	11/15/2011	5	Walt Disney Co	180.00	205.00	(25.00)
5/18/2011	11/15/2011	5	Devon Energy Corp	332.00	414.00	(82.00)
6/30/2011	11/15/2011	5	Estee Lauder CI A	572.00	527.00	45.00
5/18/2011	11/15/2011	10	Edwards Lifesciences	703.00	883.00	(180.00)
5/18/2011	11/15/2011	25	Ford Motor Company	272.00	374.00	(102.00)
5/18/2011	11/15/2011	5	FedEx Corp	407.00	465.00	(58.00)
8/12/2011	11/15/2011	50	General Electric Co	801.00	803.00	(2.00)
8/17/2011	11/15/2011	50	General Electric Co	801.00	814.00	(13.00)
8/11/2011	11/15/2011	10	Corning Inc	153.00	140.00	13.00
5/18/2011	11/15/2011	1	Google Inc CI A	611.00	527.00	84.00
10/18/2011	11/15/2011	10	Home Depot Inc	381.00	359.00	22.00
5/18/2011	11/15/2011	10	ITC Hldgs Corp	731.00	729.00	2.00
10/25/2011	11/15/2011	10	Kinder Morgan Inc	276.00	301.00	(25.00)
5/18/2011	11/15/2011	10	Coca Cola Co	677.00	680.00	(3.00)
5/18/2011	11/15/2011	10	McDonalds Corp	940.00	808.00	132.00
10/18/2011	11/15/2011	10	Molycorp Inc	324.00	392.00	(68.00)
5/18/2011	11/15/2011	5	Monsanto Co	370.00	319.00	51.00
7/7/2011	11/15/2011	5	National Oilwell Varco	346.00	403.00	(57.00)
5/18/2011	11/15/2011	10	Nestle SA ADR	566.00	620.00	(54.00)
8/17/2011	11/15/2011	10	Occidental Petroleum	971.00	886.00	85.00
8/31/2011	11/15/2011	10	Potash Corp	458.00	585.00	(127.00)
8/15/2011	11/15/2011	5	PPG Industries	434.00	383.00	51.00
5/18/2011	11/15/2011	10	Roche Hldgs Ltd ADR	390.00	424.00	(34.00)
9/1/2011	11/15/2011	5	Rio Tinto PLC ADR	272.00	305.00	(33.00)
5/18/2011	11/15/2011	10	Republic Services Inc	270.00	323.00	(53.00)
8/30/2011	11/15/2011	10	Schlumberger Ltd	747.00	771.00	(24.00)
5/18/2011	11/15/2011	10	Union Pacific Corp	1,020.00	1,001.00	19.00
5/18/2011	11/16/2011	10	United Technologies	776.00	873.00	(97.00)
6/30/2011	11/16/2011	5	Visa Inc CI A	467.00	431.00	36.00
10/18/2011	11/16/2011	10	Wells Fargo & Co	250.00	257.00	(7.00)
8/15/2011	11/16/2011	25	Weyerhaeuser Co	413.00	431.00	(18.00)
5/18/2011	11/16/2011	5	Exxon Mobil Corp	392.00	405.00	(13.00)
9/7/2011	12/14/2011	10	National Oilwell Varco	666.00	657.00	9.00
5/18/2011	12/21/2011	15	Citrix Systems Inc	866.00	1,222.00	(356.00)
9/1/2011	12/21/2011	5	Rio Tinto PLC ADR	240.00	305.00	(65.00)
TOTAL REALIZED GAIN/LOSS				156,765.00	160,937.00	(4,172.00) 0.00