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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 01-01-2011 , and ending 12-31-2011

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation  
KINGSBURY MEMORIAL FOUNDATION 50217170

Number and street (or P O box number if mail is not delivered to street address)  
P O BOX 3168

City or town, state, and ZIP code  
PORTLAND, OR 97208

**A Employer identification number**  
81-6078134

**B Telephone number** (see page 10 of the instructions)  
(503) 275-4327

**C** If exemption application is pending, check here ☐

**D 1.** Foreign organizations, check here ☐

**2.** Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16)  
\$ 1,259,311

**J** Accounting method

☐ Cash

☐ Accrual

☐ Other (specify)  
(Part I, column (d) must be on cash basis.)

| 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 page 11 of the 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)                                     | 0                                  |                           |                         |                                                             |
|                                                                                                                                                                                    | 2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | 3 Interest on savings and temporary cash investments                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | 4 Dividends and interest from securities. . . . .                                                    | 28,205                             | 28,205                    |                         |                                                             |
|                                                                                                                                                                                    | 5a Gross rents . . . . .                                                                             |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | b Net rental income or (loss) _____                                                                  |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | 6a Net gain or (loss) from sale of assets not on line 10                                             | 35,317                             |                           |                         |                                                             |
|                                                                                                                                                                                    | b Gross sales price for all assets on line 6a _____ 395,385                                          |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | 7 Capital gain net income (from Part IV , line 2 ) . . . .                                           |                                    | 35,317                    |                         |                                                             |
|                                                                                                                                                                                    | 8 Net short-term capital gain . . . . .                                                              |                                    |                           | 0                       |                                                             |
|                                                                                                                                                                                    | 9 Income modifications . . . . .                                                                     |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | 10a Gross sales less returns and allowances                                                          |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | b Less Cost of goods sold . . . . .                                                                  |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | c Gross profit or (loss) (attach schedule) . . . . .                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | 11 Other income (attach schedule) . . . . .                                                          | 4,688                              | 4,688                     |                         |                                                             |
|                                                                                                                                                                                    | 12 <b>Total.</b> Add lines 1 through 11 . . . . .                                                    | 68,210                             | 68,210                    |                         |                                                             |
| Operating and Administrative Expenses                                                                                                                                              | 13 Compensation of officers, directors, trustees, etc                                                | 15,286                             | 13,757                    |                         | 1,529                                                       |
|                                                                                                                                                                                    | 14 Other employee salaries and wages . . . . .                                                       |                                    | 0                         | 0                       | 0                                                           |
|                                                                                                                                                                                    | 15 Pension plans, employee benefits . . . . .                                                        |                                    | 0                         | 0                       |                                                             |
|                                                                                                                                                                                    | 16a Legal fees (attach schedule). . . . .                                                            |                                    |                           |                         | 0                                                           |
|                                                                                                                                                                                    | b Accounting fees (attach schedule). . . . .                                                         | 1,500                              | 0                         | 0                       | 1,500                                                       |
|                                                                                                                                                                                    | c Other professional fees (attach schedule) . . . . .                                                |                                    |                           |                         | 0                                                           |
|                                                                                                                                                                                    | 17 Interest . . . . .                                                                                |                                    |                           |                         | 0                                                           |
|                                                                                                                                                                                    | 18 Taxes (attach schedule) (see page 14 of the instructions)                                         | 606                                | 339                       |                         | 0                                                           |
|                                                                                                                                                                                    | 19 Depreciation (attach schedule) and depletion . . . .                                              | 0                                  | 0                         |                         |                                                             |
|                                                                                                                                                                                    | 20 Occupancy . . . . .                                                                               |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | 21 Travel, conferences, and meetings . . . . .                                                       |                                    | 0                         | 0                       |                                                             |
|                                                                                                                                                                                    | 22 Printing and publications . . . . .                                                               |                                    | 0                         | 0                       |                                                             |
|                                                                                                                                                                                    | 23 Other expenses (attach schedule). . . . .                                                         |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | 24 <b>Total operating and administrative expenses.</b><br>Add lines 13 through 23 . . . . .          | 17,392                             | 14,096                    | 0                       | 3,029                                                       |
|                                                                                                                                                                                    | 25 Contributions, gifts, grants paid. . . . .                                                        | 65,000                             |                           |                         | 65,000                                                      |
|                                                                                                                                                                                    | 26 <b>Total expenses and disbursements.</b> Add lines 24 and 25                                      | 82,392                             | 14,096                    | 0                       | 68,029                                                      |
|                                                                                                                                                                                    | 27 Subtract line 26 from line 12                                                                     |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | a <b>Excess of revenue over expenses and disbursements</b>                                           | -14,182                            |                           |                         |                                                             |
|                                                                                                                                                                                    | b <b>Net investment income</b> (if negative, enter -0-)                                              |                                    | 54,114                    |                         |                                                             |
|                                                                                                                                                                                    | c <b>Adjusted net income</b> (if negative, enter -0-)                                                |                                    |                           | 0                       |                                                             |

| 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 . . . . .                                                                                                              |                   | 766                                                                                         | 766                   |
|                             | 2   | Savings and temporary cash investments . . . . .                                                                                                 | 32,274            | 39,938                                                                                      | 39,938                |
|                             | 3   | Accounts receivable ▶ _____<br>Less allowance for doubtful accounts ▶ _____                                                                      |                   | 0                                                                                           | 0                     |
|                             | 4   | Pledges receivable ▶ _____<br>Less allowance for doubtful accounts ▶ _____                                                                       |                   |                                                                                             |                       |
|                             | 5   | Grants receivable . . . . .                                                                                                                      |                   |                                                                                             |                       |
|                             | 6   | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . . |                   |                                                                                             |                       |
|                             | 7   | Other notes and loans receivable (attach schedule) ▶ _____<br>Less allowance for doubtful accounts ▶ _____ 0                                     |                   |                                                                                             |                       |
|                             | 8   | Inventories for sale or use . . . . .                                                                                                            |                   |                                                                                             |                       |
|                             | 9   | Prepaid expenses and deferred charges . . . . .                                                                                                  |                   |                                                                                             |                       |
|                             | 10a | Investments—U S and state government obligations (attach schedule)                                                                               | 171,487           |  171,487 | 176,633               |
|                             | b   | Investments—corporate stock (attach schedule) . . . . .                                                                                          | 791,545           |  762,942 | 830,682               |
|                             | c   | Investments—corporate bonds (attach schedule). . . . .                                                                                           | 187,025           |  192,765 | 195,912               |
|                             | 11  | Investments—land, buildings, and equipment basis ▶ _____<br>Less accumulated depreciation (attach schedule) ▶ _____                              |                   |                                                                                             |                       |
|                             | 12  | Investments—mortgage loans . . . . .                                                                                                             |                   |                                                                                             |                       |
|                             | 13  | Investments—other (attach schedule) . . . . .                                                                                                    |                   |                                                                                             | 0                     |
|                             | 14  | Land, buildings, and equipment basis ▶ _____<br>Less accumulated depreciation (attach schedule) ▶ _____                                          |                   |                                                                                             |                       |
| Liabilities                 | 15  | Other assets (describe ▶ _____)                                                                                                                  | 1,272             | 1,522                                                                                       | 15,380                |
|                             | 16  | Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)                                                       | 1,183,603         | 1,169,420                                                                                   | 1,259,311             |
|                             | 17  | Accounts payable and accrued expenses . . . . .                                                                                                  |                   |                                                                                             |                       |
|                             | 18  | Grants payable . . . . .                                                                                                                         |                   |                                                                                             |                       |
|                             | 19  | Deferred revenue . . . . .                                                                                                                       |                   |                                                                                             |                       |
|                             | 20  | Loans from officers, directors, trustees, and other disqualified persons                                                                         |                   |                                                                                             |                       |
|                             | 21  | Mortgages and other notes payable (attach schedule) . . . . .                                                                                    |                   |                                                                                             |                       |
|                             | 22  | Other liabilities (describe ▶ _____)                                                                                                             |                   |                                                                                             |                       |
|                             | 23  | Total liabilities (add lines 17 through 22) . . . . .                                                                                            |                   | 0                                                                                           |                       |
| Net Assets or Fund Balances |     | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.                      |                   |                                                                                             |                       |
|                             | 27  | Capital stock, trust principal, or current funds . . . . .                                                                                       | 1,183,603         | 1,169,420                                                                                   |                       |
|                             | 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 page 17 of the instructions) . . . . .                                                                    | 1,183,603         | 1,169,420                                                                                   |                       |
|                             | 31  | Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .                                                       | 1,183,603         | 1,169,420                                                                                   |                       |

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 | 1,183,603 |
| 2 | Enter amount from Part I, line 27a . . . . .                                                                                                                       | 2 | -14,182   |
| 3 | Other increases not included in line 2 (itemize) ▶  _____                     | 3 | 236       |
| 4 | Add lines 1, 2, and 3 . . . . .                                                                                                                                    | 4 | 1,169,657 |
| 5 | Decreases not included in line 2 (itemize) ▶  _____                           | 5 | 237       |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .                                                      | 6 | 1,169,420 |

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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
| 1a                                                                                                                                | See Additional Data Table |                                              |                                      |                                  |
| b                                                                                                                                 |                           |                                              |                                      |                                  |
| c                                                                                                                                 |                           |                                              |                                      |                                  |
| d                                                                                                                                 |                           |                                              |                                      |                                  |
| e                                                                                                                                 |                           |                                              |                                      |                                  |

|                             |                                            |                                                 |                                              |
|-----------------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| (e) Gross sales price       | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
| a See Additional Data Table |                                            |                                                 |                                              |
| b                           |                                            |                                                 |                                              |
| c                           |                                            |                                                 |                                              |
| d                           |                                            |                                                 |                                              |
| e                           |                                            |                                                 |                                              |

|                                                                                             |                                      |                                               |                                                                                              |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------|----------------------------------------------------------------------------------------------|
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                      |                                               | (I) Gains (Col (h) gain minus<br>col (k), but not less than -0-) or<br>Losses (from col (h)) |
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any |                                                                                              |
| a See Additional Data Table                                                                 |                                      |                                               |                                                                                              |
| b                                                                                           |                                      |                                               |                                                                                              |
| c                                                                                           |                                      |                                               |                                                                                              |
| d                                                                                           |                                      |                                               |                                                                                              |
| e                                                                                           |                                      |                                               |                                                                                              |

|   |                                                                                                                                                                                                                                 |                                                                                     |   |        |
|---|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|---|--------|
| 2 | Capital gain net income or (net capital loss)                                                                                                                                                                                   | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 } | 2 | 35,317 |
| 3 | Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br>If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)<br>If (loss), enter -0- in Part I, line 8 . . . . . |                                                                                     | 3 |        |

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

|                                                                      |                                          |                                              |                                                           |
|----------------------------------------------------------------------|------------------------------------------|----------------------------------------------|-----------------------------------------------------------|
| (a)<br>Base period years Calendar<br>year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col (b) divided by col (c)) |
| 2010                                                                 | 52,916                                   | 1,248,599                                    | 0 04238                                                   |
| 2009                                                                 | 50,005                                   | 1,139,766                                    | 0 043873                                                  |
| 2008                                                                 | 74,127                                   | 1,326,935                                    | 0 055863                                                  |
| 2007                                                                 | 75,933                                   | 1,519,494                                    | 0 049973                                                  |
| 2006                                                                 | 62,817                                   | 1,455,716                                    | 0 043152                                                  |

|   |                                                                                                                                                                                    |   |           |
|---|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|-----------|
| 2 | Total of line 1, column (d). . . . .                                                                                                                                               | 2 | 0 235241  |
| 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 047048  |
| 4 | Enter the net value of noncharitable-use assets for 2011 from Part X, line 5. . . . .                                                                                              | 4 | 1,308,200 |
| 5 | Multiply line 4 by line 3. . . . .                                                                                                                                                 | 5 | 61,549    |
| 6 | Enter 1% of net investment income (1% of Part I, line 27b). . . . .                                                                                                                | 6 | 541       |
| 7 | Add lines 5 and 6. . . . .                                                                                                                                                         | 7 | 62,090    |
| 8 | Enter qualifying distributions from Part XII, line 4. . . . .                                                                                                                      | 8 | 68,029    |

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 on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

|    |  |                                                                                                                                                                      |                                   |     |     |
|----|--|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|-----|-----|
| 1a |  | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1                                          |                                   |     |     |
|    |  | Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)                                                                   |                                   |     |     |
| b  |  | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . . |                                   | 1   | 541 |
| 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   | 541 |
| 4  |  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)                                                           |                                   | 4   | 0   |
| 5  |  | Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .                                                                     |                                   | 5   | 541 |
| 6  |  | Credits/Payments                                                                                                                                                     |                                   |     |     |
| a  |  | 2011 estimated tax payments and 2010 overpayment credited to 2011                                                                                                    | 6a                                | 423 |     |
| 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   | 423 |
| 8  |  | Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached                                                     |                                   | 8   | 0   |
| 9  |  | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .                                                                              |                                   | 9   | 118 |
| 10 |  | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .                                                                   |                                   | 10  |     |
| 11 |  | Enter the amount of line 10 to be Credited to 2012 estimated tax <input checked="" type="checkbox"/>                                                                 | Refunded <input type="checkbox"/> | 11  | 0   |

Part VII-AStatements Regarding Activities

|    |                                                                                                                                                                                                                                                                           |    |     |    |
|----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|-----|----|
| 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? . . . . .                                                                                            |    | Yes | No |
|    |                                                                                                                                                                                                                                                                           | 1a |     | No |
| 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)? . . . . .                                                                                                           |    |     | No |
|    | If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.                                                                             |    |     |    |
| c  | Did the foundation file Form 1120-POL for this year? . . . . .                                                                                                                                                                                                            | 1c |     | No |
| d  | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____                              |    |     |    |
| e  | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____                                                                                         |    |     |    |
| 2  | Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .                                                                                                                                                                 | 2  |     | No |
|    | If "Yes," attach a detailed description of the activities.                                                                                                                                                                                                                |    |     |    |
| 3  | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .                                      | 3  |     | No |
| 4a | Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .                                                                                                                                                                     | 4a |     | No |
| b  | If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .                                                                                                                                                                                                | 4b |     |    |
| 5  | Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .                                                                                                                                                                  | 5  |     | No |
|    | 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? . . . . .                                                                                    | 6  | Yes |    |
| 7  | Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV                                                                                                                                          | 7  | Yes |    |
| 8a | Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> MT _____                                                                                                            |    |     |    |
| b  | If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .                                                             | 8b | Yes |    |
| 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 on page 27)? If "Yes," complete Part XIV . . . . . | 9  |     | No |
| 10 | Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses                                                                                                                                        | 10 |     | No |

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 page 20 of the instructions). | 11 |     | No |
| 12                                                                                                                                | Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?                                                                                   | 12 |     | No |
| 13                                                                                                                                | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?                                                                                     | 13 | Yes |    |
| Website address                                                                                                                   |                                                                                                                                                                                                         |    |     |    |
| 14                                                                                                                                | The books are in care of US BANK Telephone no (503) 275-4327<br>Located at 555 SW OAK PORTLAND OR ZIP+4 97204                                                                                           |    |     |    |
| 15                                                                                                                                | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year.                      | 15 |     |    |
| 16                                                                                                                                | At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?               | 16 | Yes | No |
| See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country |                                                                                                                                                                                                         |    |     |    |

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

|                                                                                         |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |    |     |    |
|-----------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|-----|----|
| File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |    | Yes | No |
| 1a                                                                                      | During the year did the foundation (either directly or indirectly)<br>(1) Engage in the sale or exchange, or leasing of property with a disqualified person?<br>(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?<br>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?<br>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?<br>(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)?<br>(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 ). |    |     |    |
| 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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 1b |     | No |
| 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 |     | No |
| 2                                                                                       | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |    |     |    |
| a                                                                                       | At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years 20 , 20 , 20 , 20                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |    |     |    |
| 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 page 20 of the instructions ).                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 2b |     | No |
| 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?                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |    |     |    |
| b                                                                                       | If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.).                                                                                                                                                                                                                                                                                                                                                                          | 3b |     |    |
| 4a                                                                                      | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | 4a |     | No |
| 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 |     | No |

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))?                                                                                                                                                                                                                                         | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |    |
|    | (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?                                                                                                                                                                               | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |    |
|    | (3) Provide a grant to an individual for travel, study, or other similar purposes?                                                                                                                                                                                                                                                | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 page 22 of the instructions).                                                                                                                                         | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?                                                                                                                                                             | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |    |
| b  | If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. | <input checked="" type="checkbox"/>                                 | 5b |    |
| 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?<br><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>                                                                                 | <input type="checkbox"/> Yes <input type="checkbox"/> No            |    |    |
| 6a | Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?                                                                                                                                                                                                   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |    |
| b  | Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?<br><i>If "Yes" to 6b, file Form 8870.</i>                                                                                                                                                                              |                                                                     | 6b | No |
| 7a | At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?                                                                                                                                                                                                                              | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |    |
| b  | If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?                                                                                                                                                                                                                           |                                                                     | 7b |    |

Part VIII

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

|                                                                                                                                             |                                                           |                                           |                                                                       |                                       |
|---------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| 1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the 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 |
| US BANK                                                                                                                                     | TRUSTEE                                                   | 16,786                                    |                                                                       |                                       |
| PO BOX 3168                                                                                                                                 | 1                                                         |                                           |                                                                       |                                       |
| PORTLAND, OR 97208                                                                                                                          |                                                           |                                           |                                                                       |                                       |
| 2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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 page 23 of the instructions). If none, enter "NONE". |                     |                  |
|---------------------------------------------------------------------------------------------------------------------------------|---------------------|------------------|
| (a) Name and address of each person paid more than \$50,000                                                                     | (b) Type of service | (c) Compensation |
| NONE                                                                                                                            |                     |                  |
|                                                                                                                                 |                     |                  |
|                                                                                                                                 |                     |                  |
|                                                                                                                                 |                     |                  |
|                                                                                                                                 |                     |                  |
|                                                                                                                                 |                     |                  |
|                                                                                                                                 |                     |                  |
|                                                                                                                                 |                     |                  |
|                                                                                                                                 |                     |                  |
| Total number of others receiving over \$50,000 for professional services. . . . .                                               |                     | 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                                                                                                                                                                                                                                                      |          |
|                                                                                                                                                                                                                                                        |          |
|                                                                                                                                                                                                                                                        |          |
| 2                                                                                                                                                                                                                                                      |          |
|                                                                                                                                                                                                                                                        |          |
|                                                                                                                                                                                                                                                        |          |
| 3                                                                                                                                                                                                                                                      |          |
|                                                                                                                                                                                                                                                        |          |
|                                                                                                                                                                                                                                                        |          |
| 4                                                                                                                                                                                                                                                      |          |
|                                                                                                                                                                                                                                                        |          |
|                                                                                                                                                                                                                                                        |          |

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|------------------------------------------------------------------------------------------------------------------|--------|
| 1                                                                                                                |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| 2                                                                                                                |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| All other program-related investments. See page 24 of the instructions                                           |        |
| 3                                                                                                                |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| Total. Add lines 1 through 3. . . . .                                                                            |        |

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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 | 1,300,031 |
| b | Average of monthly cash balances. . . . .                                                                                        | 1b | 28,091    |
| c | Fair market value of all other assets (see page 24 of the instructions). . . . .                                                 | 1c | 0         |
| d | Total (add lines 1a, b, and c). . . . .                                                                                          | 1d | 1,328,122 |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .               | 1e | 0         |
| 2 | Acquisition indebtedness applicable to line 1 assets. . . . .                                                                    | 2  | 0         |
| 3 | Subtract line 2 from line 1d. . . . .                                                                                            | 3  | 1,328,122 |
| 4 | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions). . . . . | 4  | 19,922    |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4                              | 5  | 1,308,200 |
| 6 | Minimum investment return. Enter 5% of line 5. . . . .                                                                           | 6  | 65,410    |

Part XI

Distributable Amount (see page 25 of the 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  | 65,410 |
| 2a | Tax on investment income for 2011 from Part VI, line 5. . . . .                                           | 2a | 541    |
| b  | Income tax for 2011 (This does not include the tax from Part VI ). . . . .                                | 2b |        |
| c  | Add lines 2a and 2b. . . . .                                                                              | 2c | 541    |
| 3  | Distributable amount before adjustments Subtract line 2c from line 1. . . . .                             | 3  | 64,869 |
| 4  | Recoveries of amounts treated as qualifying distributions. . . . .                                        | 4  | 0      |
| 5  | Add lines 3 and 4. . . . .                                                                                | 5  | 64,869 |
| 6  | Deduction from distributable amount (see page 25 of the instructions). . . . .                            | 6  | 0      |
| 7  | Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . . | 7  | 64,869 |

Part XII

Qualifying Distributions (see page 25 of the 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 | 68,029 |
| 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  | 0      |
| 3                                                                                                                                                                                            | Amounts set aside for specific charitable projects that satisfy the                                                                                                         |    |        |
| a                                                                                                                                                                                            | Suitability test (prior IRS approval required). . . . .                                                                                                                     | 3a | 0      |
| 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  | 68,029 |
| 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 page 26 of the instructions). . . . . | 5  | 541    |
| 6                                                                                                                                                                                            | Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .                                                                                                     | 6  | 67,488 |
| 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 page 26 of the instructions)

|                                                                                                                                                                                     | (a)<br>Corpus | (b)<br>Years prior to 2010 | (c)<br>2010 | (d)<br>2011 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2011 from Part XI, line 7                                                                                                                                |               |                            |             | 64,869      |
| 2 Undistributed income, if any, as of the end of 2011                                                                                                                               |               |                            |             |             |
| a Enter amount for 2010 only. . . . .                                                                                                                                               |               |                            | 0           |             |
| b Total for prior years 2009 , 20____ , 20____                                                                                                                                      |               | 0                          |             |             |
| 3 Excess distributions carryover, if any, to 2011                                                                                                                                   |               |                            |             |             |
| a From 2006. . . . .                                                                                                                                                                |               |                            |             | 0           |
| b From 2007. . . . .                                                                                                                                                                |               |                            |             | 0           |
| c From 2008. . . . .                                                                                                                                                                |               |                            |             | 1,531       |
| d From 2009. . . . .                                                                                                                                                                |               |                            |             | 0           |
| e From 2010. . . . .                                                                                                                                                                |               |                            |             | 0           |
| f Total of lines 3a through e. . . . .                                                                                                                                              | 1,531         |                            |             |             |
| 4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 68,029                                                                                                               |               |                            |             |             |
| a Applied to 2010, but not more than line 2a                                                                                                                                        |               |                            | 0           |             |
| b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)                                                                                |               | 0                          |             |             |
| c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .                                                                                   | 0             |                            |             |             |
| d Applied to 2011 distributable amount. . . . .                                                                                                                                     |               |                            |             | 64,869      |
| e Remaining amount distributed out of corpus                                                                                                                                        | 3,160         |                            |             |             |
| 5 Excess distributions carryover applied to 2011<br>(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                                                                                                                                   | 4,691         |                            |             |             |
| 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. . . . . |               | 0                          |             |             |
| d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .                                                                                                |               | 0                          |             |             |
| e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions . . . . .                                                              |               |                            | 0           |             |
| f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011 . . . . .                                                               |               |                            |             | 0           |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions). . . . .                   | 0             |                            |             |             |
| 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions). . . . .                                                               | 0             |                            |             |             |
| 9 Excess distributions carryover to 2012.<br>Subtract lines 7 and 8 from line 6a . . . . .                                                                                          | 4,691         |                            |             |             |
| 10 Analysis of line 9                                                                                                                                                               |               |                            |             |             |
| a Excess from 2007. . . .                                                                                                                                                           |               |                            |             | 0           |
| b Excess from 2008. . . .                                                                                                                                                           |               |                            |             | 1,531       |
| c Excess from 2009. . . .                                                                                                                                                           |               |                            |             | 0           |
| d Excess from 2010. . . .                                                                                                                                                           |               |                            |             | 0           |
| e Excess from 2011. . . .                                                                                                                                                           |               |                            |             | 3,160       |

Part XIV

Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

|    |                                                                                                                                                    |          |               |          |          |           |
|----|----------------------------------------------------------------------------------------------------------------------------------------------------|----------|---------------|----------|----------|-----------|
| 2a | 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 |           |
|    |                                                                                                                                                    |          |               |          |          |           |
| b  | 85% of line 2a                                                                                                                                     |          |               |          |          |           |
| c  | Qualifying distributions from Part XII, line 4 for each year listed.                                                                               |          |               |          |          |           |
| d  | Amounts included in line 2c not used directly for active conduct of exempt activities.                                                             |          |               |          |          |           |
| e  | Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.                                     |          |               |          |          |           |
| 3  | Complete 3a, b, or c for the alternative test relied upon                                                                                          |          |               |          |          |           |
| a  | "Assets" alternative test—enter                                                                                                                    |          |               |          |          |           |
|    | (1) Value of all assets                                                                                                                            |          |               |          |          |           |
|    | (2) Value of assets qualifying under section 4942(j)(3)(B)(i)                                                                                      |          |               |          |          |           |
| b  | "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.                                 |          |               |          |          |           |
| c  | "Support" alternative test—enter                                                                                                                   |          |               |          |          |           |
|    | (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties). |          |               |          |          |           |
|    | (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).                                      |          |               |          |          |           |
|    | (3) Largest amount of support from an exempt organization                                                                                          |          |               |          |          |           |
|    | (4) Gross investment income                                                                                                                        |          |               |          |          |           |

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the 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) )

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

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 page 28 of the 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

DEB SCHROEDEL - US BANK  
PO BOX 5000  
GREAT FALLS, MT 59403  
(406) 455-1072

b

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

CONTACT ABOVE REPRESENTATIVE

c

Any submission deadlines

NO SUBMISSION DEADLINES

d

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

CHARITABLE AND EDUCATIONAL PURPOSES WITHIN MONTANA CONCENTRATING IN THE GREAT FALLS AREA

Part XV

Supplementary Information (continued)

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

| Recipient                                           | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|-----------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|--------|
| Name and address (home or business)                 |                                                                                                           |                                |                                  |        |
| a Paid during the year<br>See Additional Data Table |                                                                                                           |                                |                                  |        |
| Total . . . . .                                     |                                                                                                           |                                | 3a                               | 65,000 |
| b Approved for future payment                       |                                                                                                           |                                |                                  |        |
| Total . . . . .                                     |                                                                                                           |                                | 3b                               |        |

| Enter gross amounts unless otherwise indicated                    | Unrelated business income |               | Excluded by section 512, 513, or 514 |               | (e)<br>Related or exempt<br>function income<br>(See page 28 of<br>the instructions ) |
|-------------------------------------------------------------------|---------------------------|---------------|--------------------------------------|---------------|--------------------------------------------------------------------------------------|
|                                                                   | (a)<br>Business code      | (b)<br>Amount | (c)<br>Exclusion code                | (d)<br>Amount |                                                                                      |
| <b>1</b> Program service revenue                                  |                           |               |                                      |               |                                                                                      |
| <b>a</b> _____                                                    |                           |               |                                      |               |                                                                                      |
| <b>b</b> _____                                                    |                           |               |                                      |               |                                                                                      |
| <b>c</b> _____                                                    |                           |               |                                      |               |                                                                                      |
| <b>d</b> _____                                                    |                           |               |                                      |               |                                                                                      |
| <b>e</b> _____                                                    |                           |               |                                      |               |                                                                                      |
| <b>f</b> _____                                                    |                           |               |                                      |               |                                                                                      |
| <b>g</b> Fees and contracts from government agencies              |                           |               |                                      |               |                                                                                      |
| <b>2</b> Membership dues and assessments. . . .                   |                           |               |                                      |               |                                                                                      |
| <b>3</b> Interest on savings and temporary cash investments       |                           |               |                                      |               |                                                                                      |
| <b>4</b> Dividends and interest from securities. . . .            |                           |               | 14                                   | 28,205        |                                                                                      |
| <b>5</b> Net rental income or (loss) from real estate             |                           |               |                                      |               |                                                                                      |
| <b>a</b> Debt-financed property. . . . .                          |                           |               |                                      |               |                                                                                      |
| <b>b</b> Not debt-financed property. . . . .                      |                           |               |                                      |               |                                                                                      |
| <b>6</b> Net rental income or (loss) from personal property       |                           |               |                                      |               |                                                                                      |
| <b>7</b> Other investment income. . . . .                         |                           |               |                                      |               |                                                                                      |
| <b>8</b> Gain or (loss) from sales of assets other than inventory |                           |               | 18                                   | 35,317        |                                                                                      |
| <b>9</b> Net income or (loss) from special events                 |                           |               |                                      |               |                                                                                      |
| <b>10</b> Gross profit or (loss) from sales of inventory. .       |                           |               |                                      |               |                                                                                      |
| <b>11</b> Other revenue <b>a</b> PARTNERSHIP INCOME _____         |                           |               | 14                                   | 4,688         |                                                                                      |
| <b>b</b> _____                                                    |                           |               |                                      |               |                                                                                      |
| <b>c</b> _____                                                    |                           |               |                                      |               |                                                                                      |
| <b>d</b> _____                                                    |                           |               |                                      |               |                                                                                      |
| <b>e</b> _____                                                    |                           |               |                                      |               |                                                                                      |
| <b>12</b> Subtotal Add columns (b), (d), and (e). .               |                           |               |                                      | 68,210        |                                                                                      |
| <b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . .  |                           |               | <b>13</b>                            | 68,210        | 68,210                                                                               |

[illegible]

## Part XVII

**1**

(a)

**2.**

14.

**Additional Data**

**Software ID:**  
**Software Version:**  
**EIN:** 81-6078134  
**Name:** KINGSBURY MEMORIAL FOUNDATION 50217170

**Form 990PF - Special Condition Description:**

**Special Condition Description**

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

| (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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------|----------------------------------|
| ENRON CORP                                                                                                                        |                                              |                                      | 2011-01-21                       |
| 50 ALLSTATE CORP                                                                                                                  |                                              | 2009-05-07                           | 2011-01-24                       |
| 175 AMGEN INC COMMON STOCK                                                                                                        |                                              |                                      | 2011-01-24                       |
| 189 COMCAST CORP CL A                                                                                                             |                                              |                                      | 2011-01-24                       |
| 148 MEDTRONIC INC COMMON STOCK                                                                                                    |                                              | 2001-10-19                           | 2011-01-24                       |
| 100 STATE STR CORP                                                                                                                |                                              |                                      | 2011-01-24                       |
| 80 ABERCROMBIE & FITCH CO CL A                                                                                                    |                                              | 2010-03-24                           | 2011-02-01                       |
| 100 ALLSTATE CORP                                                                                                                 |                                              |                                      | 2011-02-01                       |
| 40 AMGEN INC COMMON STOCK                                                                                                         |                                              |                                      | 2011-02-01                       |
| 76 IPATH DOW JONES UBS COMMODITY                                                                                                  |                                              | 2007-07-16                           | 2011-02-01                       |
| 110 BEST BUY CO INC                                                                                                               |                                              | 2010-02-10                           | 2011-02-01                       |
| 95 COACH INC                                                                                                                      |                                              | 2009-12-04                           | 2011-02-01                       |
| 150 COMCAST CORP CL A                                                                                                             |                                              | 2009-11-19                           | 2011-02-01                       |
| 200 CONOCOPHILLIPS                                                                                                                |                                              |                                      | 2011-02-01                       |
| 130 E BAY INC                                                                                                                     |                                              | 2010-03-24                           | 2011-02-01                       |
| 82 EXELON CORPORATION                                                                                                             |                                              | 2005-11-02                           | 2011-02-01                       |
| 171 698 NUVEEN SMALL CAP SELECT FD CL Y                                                                                           |                                              | 1995-03-17                           | 2011-02-01                       |
| 67 MEDTRONIC INC COMMON STOCK                                                                                                     |                                              |                                      | 2011-02-01                       |
| 335 SCHWAB CHARLES CORP                                                                                                           |                                              |                                      | 2011-02-01                       |
| 80 STATE STR CORP                                                                                                                 |                                              |                                      | 2011-02-01                       |
| 87 VERIZON COMMUNICATIONS                                                                                                         |                                              | 2001-10-19                           | 2011-02-01                       |
| 80 WMS INDS INC                                                                                                                   |                                              | 2010-03-24                           | 2011-02-01                       |
| 100 ALLSTATE CORP                                                                                                                 |                                              | 2005-03-30                           | 2011-03-07                       |
| 17 APPLE INC                                                                                                                      |                                              | 2005-01-26                           | 2011-03-07                       |
| 50 BERKSHIRE HATHAWAY INC CL B                                                                                                    |                                              | 2010-02-24                           | 2011-03-07                       |
| 270 085 NUVEEN SMALL CAP SELECT FD CL Y                                                                                           |                                              | 2003-02-20                           | 2011-03-07                       |
| 441 127 NUVEEN SMALL CAP SELECT FD CL Y                                                                                           |                                              | 2003-04-14                           | 2011-03-07                       |
| 3 JOHNSON & JOHNSON                                                                                                               |                                              | 2001-10-19                           | 2011-03-07                       |
| 96 MICROSOFT CORP                                                                                                                 |                                              | 2001-10-19                           | 2011-03-07                       |
| 31 PROCTER & GAMBLE CO                                                                                                            |                                              | 2002-03-19                           | 2011-03-07                       |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

| (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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------|----------------------------------|
| 57 VERIZON COMMUNICATIONS                                                                                                         |                                              |                                      | 2011-03-07                       |
| 105 CISCO SYS INC                                                                                                                 |                                              | 2008-04-16                           | 2011-05-03                       |
| 41 ECOLAB INC                                                                                                                     |                                              | 2002-06-11                           | 2011-05-03                       |
| 45 EXXON MOBIL CORP                                                                                                               |                                              | 2001-10-19                           | 2011-05-03                       |
| 14 ILLINOIS TOOL WORKS                                                                                                            |                                              | 2006-08-16                           | 2011-05-03                       |
| 70 J P MORGAN CHASE CO                                                                                                            |                                              | 2008-09-26                           | 2011-05-03                       |
| 19 JOHNSON & JOHNSON                                                                                                              |                                              | 2001-10-19                           | 2011-05-03                       |
| 378 KEYCORP NEW                                                                                                                   |                                              | 2011-03-07                           | 2011-05-03                       |
| 46 MICROSOFT CORP                                                                                                                 |                                              |                                      | 2011-05-03                       |
| 48 THE MOSAIC CO                                                                                                                  |                                              | 2011-01-24                           | 2011-05-03                       |
| 44 PEPSICO INC                                                                                                                    |                                              | 2001-10-19                           | 2011-05-03                       |
| 2 PRAXAIR INC                                                                                                                     |                                              | 2003-12-22                           | 2011-05-03                       |
| 10 PROCTER & GAMBLE CO                                                                                                            |                                              | 2002-03-19                           | 2011-05-03                       |
| 21 3M CO                                                                                                                          |                                              | 2002-12-18                           | 2011-05-03                       |
| 26 UNITED PARCEL SERVICE INC CL B                                                                                                 |                                              | 2001-10-19                           | 2011-05-03                       |
| 3 UNITED TECHNOLOGIES CORP                                                                                                        |                                              | 2004-01-05                           | 2011-05-03                       |
| 16 WAL MART STORES INC                                                                                                            |                                              | 2004-10-21                           | 2011-05-03                       |
| 67 WELLS FARGO & CO NEW                                                                                                           |                                              | 2002-04-09                           | 2011-05-03                       |
| 306 WINDSTREAM CORP                                                                                                               |                                              | 2011-02-01                           | 2011-05-03                       |
| 18 APACHE CORP                                                                                                                    |                                              | 2004-07-06                           | 2011-05-23                       |
| 37 EXELON CORPORATION                                                                                                             |                                              | 2005-11-02                           | 2011-05-23                       |
| 89 GENERAL ELEC CO                                                                                                                |                                              | 2001-10-19                           | 2011-05-23                       |
| 11 ILLINOIS TOOL WORKS                                                                                                            |                                              | 2006-08-16                           | 2011-05-23                       |
| 6 JOHNSON & JOHNSON                                                                                                               |                                              | 2001-10-19                           | 2011-05-23                       |
| 19 MC DONALD'S CORP                                                                                                               |                                              | 2008-12-09                           | 2011-05-23                       |
| 63 MICROSOFT CORP                                                                                                                 |                                              | 2004-02-26                           | 2011-05-23                       |
| 83 ORACLE CORPORATION                                                                                                             |                                              | 2006-12-05                           | 2011-05-23                       |
| 13 PEPSICO INC                                                                                                                    |                                              | 2001-10-19                           | 2011-05-23                       |
| 3 PRAXAIR INC                                                                                                                     |                                              | 2003-12-22                           | 2011-05-23                       |
| 26 PROCTER & GAMBLE CO                                                                                                            |                                              | 2002-03-19                           | 2011-05-23                       |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

| (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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------|----------------------------------|
| 53 TARGET CORPORATION                                                                                                             |                                              | 2001-10-19                           | 2011-05-23                       |
| 3 UNITED PARCEL SERVICE INC CL B                                                                                                  |                                              | 2001-10-19                           | 2011-05-23                       |
| 8 UNITED TECHNOLOGIES CORP                                                                                                        |                                              | 2004-01-05                           | 2011-05-23                       |
| 19 WAL MART STORES INC                                                                                                            |                                              | 2004-10-21                           | 2011-05-23                       |
| 6 CITIGROUP INC                                                                                                                   |                                              | 2011-01-24                           | 2011-05-25                       |
| 19 CATERPILLAR INC                                                                                                                |                                              | 2011-02-01                           | 2011-06-27                       |
| 145 CISCO SYS INC                                                                                                                 |                                              | 2008-12-09                           | 2011-06-27                       |
| 33 CLIFFS NATURAL RESOURCES INC                                                                                                   |                                              | 2010-03-24                           | 2011-06-27                       |
| 45 ECOLAB INC                                                                                                                     |                                              | 2002-06-11                           | 2011-06-27                       |
| 31 EXELON CORPORATION                                                                                                             |                                              | 2005-11-02                           | 2011-06-27                       |
| 21 EXXON MOBIL CORP                                                                                                               |                                              | 2001-10-19                           | 2011-06-27                       |
| 18 EXXON MOBIL CORP                                                                                                               |                                              | 2001-11-02                           | 2011-06-27                       |
| 6 GOOGLE INC CL A                                                                                                                 |                                              | 2008-11-04                           | 2011-06-27                       |
| 40 HEWLETT PACKARD CO                                                                                                             |                                              | 2010-01-26                           | 2011-06-27                       |
| 131 ISHARES MSCI EMERGING MKTS E T F                                                                                              |                                              | 2006-06-22                           | 2011-06-27                       |
| 30 J P MORGAN CHASE CO                                                                                                            |                                              | 2008-11-04                           | 2011-06-27                       |
| 5 JOHNSON & JOHNSON                                                                                                               |                                              | 2001-10-19                           | 2011-06-27                       |
| 23 JOHNSON & JOHNSON                                                                                                              |                                              | 2002-07-25                           | 2011-06-27                       |
| 25 MC DONALD'S CORP                                                                                                               |                                              | 2008-12-09                           | 2011-06-27                       |
| 20 MEDTRONIC INC COMMON STOCK                                                                                                     |                                              | 2007-01-24                           | 2011-06-27                       |
| 17 NATIONAL OILWELL VARCO INC                                                                                                     |                                              | 2011-02-01                           | 2011-06-27                       |
| 34 PEPSICO INC                                                                                                                    |                                              | 2001-10-19                           | 2011-06-27                       |
| 30 PRAXAIR INC                                                                                                                    |                                              | 2003-12-22                           | 2011-06-27                       |
| 33 PROCTER & GAMBLE CO                                                                                                            |                                              | 2002-03-19                           | 2011-06-27                       |
| 1 SCHLUMBERGER LTD                                                                                                                |                                              | 2004-01-07                           | 2011-06-27                       |
| 25 3M CO                                                                                                                          |                                              | 2003-01-17                           | 2011-06-27                       |
| 2 UNITED PARCEL SERVICE INC CL B                                                                                                  |                                              | 2001-10-19                           | 2011-06-27                       |
| 35 UNITED PARCEL SERVICE INC CL B                                                                                                 |                                              | 2002-01-03                           | 2011-06-27                       |
| 10 UNITED PARCEL SERVICE INC CL B                                                                                                 |                                              | 2003-02-20                           | 2011-06-27                       |
| 14 UNITED TECHNOLOGIES CORP                                                                                                       |                                              | 2004-01-05                           | 2011-06-27                       |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

| (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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------|----------------------------------|
| 23 UNITED TECHNOLOGIES CORP                                                                                                       |                                              | 2004-07-15                           | 2011-06-27                       |
| 35 WAL MART STORES INC                                                                                                            |                                              | 2006-04-04                           | 2011-06-27                       |
| 25 ACE LTD                                                                                                                        |                                              | 2011-05-03                           | 2011-06-27                       |
| ROYAL DUTCH PETE NY REG N GLDR 1 25                                                                                               |                                              |                                      | 2011-07-01                       |
| 56 6 CITIGROUP INC                                                                                                                |                                              | 2011-01-24                           | 2011-07-27                       |
| 89 4 CITIGROUP INC                                                                                                                |                                              | 2011-05-23                           | 2011-07-27                       |
| 30 QUALCOMM INC                                                                                                                   |                                              | 2003-02-20                           | 2011-07-27                       |
| 73 WELLS FARGO & CO NEW                                                                                                           |                                              | 2002-04-09                           | 2011-07-27                       |
| 116 SUNTRUST BKS INC                                                                                                              |                                              | 2011-02-01                           | 2011-08-05                       |
| 95 BANK OF AMERICA CORP                                                                                                           |                                              | 2010-09-03                           | 2011-08-08                       |
| 215 BANK OF AMERICA CORP                                                                                                          |                                              | 2010-03-24                           | 2011-08-08                       |
| 40 CITIGROUP INC                                                                                                                  |                                              |                                      | 2011-08-08                       |
| 317 ON SEMICONDUCTOR CORPORATION                                                                                                  |                                              | 2011-02-01                           | 2011-08-11                       |
| 66 CAMERON INTL CORP                                                                                                              |                                              | 2011-02-01                           | 2011-08-12                       |
| 18 APPLE INC                                                                                                                      |                                              | 2008-02-22                           | 2011-09-19                       |
| BANK OF AMERICA CORP                                                                                                              |                                              |                                      | 2011-09-21                       |
| M B N A CORP                                                                                                                      |                                              |                                      | 2011-09-28                       |
| 90 B M C SOFTWARE INC                                                                                                             |                                              | 2010-03-24                           | 2011-10-10                       |
| 67 ABBOTT LABS                                                                                                                    |                                              | 2008-06-26                           | 2011-10-12                       |
| 69 AMERICAN TOWER CORP                                                                                                            |                                              | 2011-02-01                           | 2011-10-12                       |
| 176 BRUNSWICK CORP                                                                                                                |                                              | 2011-02-01                           | 2011-10-12                       |
| 64 CAPITAL ONE FINANCIAL CORP                                                                                                     |                                              | 2011-05-23                           | 2011-10-12                       |
| 36 CHEVRONTEXACO CORP                                                                                                             |                                              |                                      | 2011-10-12                       |
| 111 CITIGROUP INC                                                                                                                 |                                              | 2011-05-23                           | 2011-10-12                       |
| 135 DISNEY WALT CO                                                                                                                |                                              | 2010-02-10                           | 2011-10-12                       |
| 220 FORD MOTOR CO                                                                                                                 |                                              | 2011-02-01                           | 2011-10-12                       |
| 80 HEWLETT PACKARD CO                                                                                                             |                                              | 2010-03-24                           | 2011-10-12                       |
| 79 ILLINOIS TOOL WORKS                                                                                                            |                                              | 2006-08-16                           | 2011-10-12                       |
| 58 THERMO FISHER SCIENTIFIC INC                                                                                                   |                                              | 2011-05-03                           | 2011-10-12                       |
| 86 UNITED HEALTH GROUP INCORPORATED                                                                                               |                                              | 2011-02-01                           | 2011-10-12                       |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

| (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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------|----------------------------------|
| 56 WHITING PETROLEUM CORP                                                                                                         |                                              | 2011-02-01                           | 2011-10-12                       |
| 20000 BANK OF NEW YORK MTN 5 125% 11/01/11                                                                                        |                                              | 2007-05-07                           | 2011-11-01                       |
| 25000 SUNTRUST BANK MTN 3 000% 11/16/11                                                                                           |                                              | 2008-12-16                           | 2011-11-16                       |
| 10000 BARCLAYS 24MO 200% SPX 11/25/11                                                                                             |                                              | 2009-11-20                           | 2011-11-25                       |
| 25000 METLIFE INC 6 125% 12/01/11                                                                                                 |                                              | 2002-06-10                           | 2011-12-01                       |
| CAPITAL GAIN DIVIDENDS                                                                                                            | P                                            |                                      |                                  |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 146                   |                                            |                                                 | 146                                          |
| 1,568                 |                                            | 1,378                                           | 190                                          |
| 10,050                |                                            | 10,091                                          | -41                                          |
| 4,451                 |                                            | 4,498                                           | -47                                          |
| 5,614                 |                                            | 6,479                                           | -865                                         |
| 4,809                 |                                            | 4,088                                           | 721                                          |
| 4,039                 |                                            | 3,557                                           | 482                                          |
| 3,155                 |                                            | 4,940                                           | -1,785                                       |
| 2,215                 |                                            | 2,102                                           | 113                                          |
| 3,782                 |                                            | 3,922                                           | -140                                         |
| 3,799                 |                                            | 3,929                                           | -130                                         |
| 5,146                 |                                            | 3,473                                           | 1,673                                        |
| 3,457                 |                                            | 2,226                                           | 1,231                                        |
| 14,378                |                                            | 7,688                                           | 6,690                                        |
| 4,062                 |                                            | 3,520                                           | 542                                          |
| 3,473                 |                                            | 4,210                                           | -737                                         |
| 2,481                 |                                            | 2,385                                           | 96                                           |
| 2,567                 |                                            | 2,972                                           | -405                                         |
| 6,127                 |                                            | 6,213                                           | -86                                          |
| 3,807                 |                                            | 3,291                                           | 516                                          |
| 3,138                 |                                            | 4,098                                           | -960                                         |
| 3,405                 |                                            | 3,322                                           | 83                                           |
| 3,149                 |                                            | 5,376                                           | -2,227                                       |
| 5,993                 |                                            | 609                                             | 5,384                                        |
| 4,283                 |                                            | 3,971                                           | 312                                          |
| 3,973                 |                                            | 2,986                                           | 987                                          |
| 6,489                 |                                            | 5,142                                           | 1,347                                        |
| 181                   |                                            | 176                                             | 5                                            |
| 2,454                 |                                            | 2,758                                           | -304                                         |
| 1,906                 |                                            | 1,375                                           | 531                                          |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 2,054                 |                                            | 2,450                                           | -396                                         |
| 1,823                 |                                            | 2,483                                           | -660                                         |
| 2,137                 |                                            | 945                                             | 1,192                                        |
| 3,884                 |                                            | 1,830                                           | 2,054                                        |
| 808                   |                                            | 628                                             | 180                                          |
| 3,198                 |                                            | 3,056                                           | 142                                          |
| 1,257                 |                                            | 1,112                                           | 145                                          |
| 3,300                 |                                            | 3,512                                           | -212                                         |
| 1,175                 |                                            | 1,242                                           | -67                                          |
| 3,421                 |                                            | 3,631                                           | -210                                         |
| 3,046                 |                                            | 2,086                                           | 960                                          |
| 210                   |                                            | 76                                              | 134                                          |
| 654                   |                                            | 443                                             | 211                                          |
| 2,041                 |                                            | 1,270                                           | 771                                          |
| 1,938                 |                                            | 1,322                                           | 616                                          |
| 269                   |                                            | 142                                             | 127                                          |
| 887                   |                                            | 837                                             | 50                                           |
| 1,958                 |                                            | 1,655                                           | 303                                          |
| 3,941                 |                                            | 3,996                                           | -55                                          |
| 2,180                 |                                            | 805                                             | 1,375                                        |
| 1,557                 |                                            | 1,900                                           | -343                                         |
| 1,711                 |                                            | 3,329                                           | -1,618                                       |
| 620                   |                                            | 494                                             | 126                                          |
| 393                   |                                            | 351                                             | 42                                           |
| 1,559                 |                                            | 1,134                                           | 425                                          |
| 1,518                 |                                            | 1,677                                           | -159                                         |
| 2,755                 |                                            | 1,564                                           | 1,191                                        |
| 920                   |                                            | 616                                             | 304                                          |
| 308                   |                                            | 114                                             | 194                                          |
| 1,742                 |                                            | 1,153                                           | 589                                          |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 2,627                 |                                            | 1,691                                           | 936                                          |
| 219                   |                                            | 153                                             | 66                                           |
| 687                   |                                            | 380                                             | 307                                          |
| 1,049                 |                                            | 994                                             | 55                                           |
| 24                    |                                            | 30                                              | -6                                           |
| 1,905                 |                                            | 1,852                                           | 53                                           |
| 2,167                 |                                            | 2,518                                           | -351                                         |
| 2,824                 |                                            | 2,380                                           | 444                                          |
| 2,448                 |                                            | 1,037                                           | 1,411                                        |
| 1,307                 |                                            | 1,592                                           | -285                                         |
| 1,628                 |                                            | 854                                             | 774                                          |
| 1,395                 |                                            | 719                                             | 676                                          |
| 2,872                 |                                            | 2,209                                           | 663                                          |
| 1,398                 |                                            | 2,003                                           | -605                                         |
| 5,995                 |                                            | 3,837                                           | 2,158                                        |
| 1,195                 |                                            | 1,242                                           | -47                                          |
| 326                   |                                            | 293                                             | 33                                           |
| 1,501                 |                                            | 1,118                                           | 383                                          |
| 2,049                 |                                            | 1,492                                           | 557                                          |
| 770                   |                                            | 1,064                                           | -294                                         |
| 1,191                 |                                            | 1,265                                           | -74                                          |
| 2,344                 |                                            | 1,612                                           | 732                                          |
| 3,096                 |                                            | 1,137                                           | 1,959                                        |
| 2,081                 |                                            | 1,463                                           | 618                                          |
| 80                    |                                            | 27                                              | 53                                           |
| 2,297                 |                                            | 1,576                                           | 721                                          |
| 142                   |                                            | 102                                             | 40                                           |
| 2,491                 |                                            | 1,925                                           | 566                                          |
| 712                   |                                            | 585                                             | 127                                          |
| 1,187                 |                                            | 664                                             | 523                                          |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 1,950                 |                                            | 1,043                                           | 907                                          |
| 1,836                 |                                            | 1,633                                           | 203                                          |
| 1,614                 |                                            | 1,669                                           | -55                                          |
| 53                    |                                            |                                                 | 53                                           |
| 2,200                 |                                            | 2,785                                           | -585                                         |
| 3,475                 |                                            | 3,621                                           | -146                                         |
| 1,653                 |                                            | 514                                             | 1,139                                        |
| 2,108                 |                                            | 1,803                                           | 305                                          |
| 2,530                 |                                            | 3,599                                           | -1,069                                       |
| 707                   |                                            | 1,282                                           | -575                                         |
| 1,600                 |                                            | 3,771                                           | -2,171                                       |
| 1,117                 |                                            | 1,751                                           | -634                                         |
| 2,368                 |                                            | 3,626                                           | -1,258                                       |
| 3,183                 |                                            | 3,577                                           | -394                                         |
| 7,371                 |                                            | 2,149                                           | 5,222                                        |
| 11                    |                                            |                                                 | 11                                           |
| 12                    |                                            |                                                 | 12                                           |
| 3,290                 |                                            | 3,488                                           | -198                                         |
| 3,513                 |                                            | 3,566                                           | -53                                          |
| 3,865                 |                                            | 3,575                                           | 290                                          |
| 3,161                 |                                            | 3,576                                           | -415                                         |
| 2,820                 |                                            | 3,481                                           | -661                                         |
| 3,545                 |                                            | 3,727                                           | -182                                         |
| 3,267                 |                                            | 4,495                                           | -1,228                                       |
| 4,625                 |                                            | 3,982                                           | 643                                          |
| 2,565                 |                                            | 3,568                                           | -1,003                                       |
| 2,068                 |                                            | 4,257                                           | -2,189                                       |
| 3,668                 |                                            | 3,545                                           | 123                                          |
| 3,190                 |                                            | 3,525                                           | -335                                         |
| 4,039                 |                                            | 3,599                                           | 440                                          |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 2,155                 |                                            | 3,599                                           | -1,444                                       |
| 20,000                |                                            | 20,080                                          | -80                                          |
| 25,000                |                                            | 25,475                                          | -475                                         |
| 11,862                |                                            | 10,000                                          | 1,862                                        |
| 25,000                |                                            | 25,295                                          | -295                                         |
|                       |                                            |                                                 | 42                                           |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                   |                                            | (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|-----------------------------------|--------------------------------------------|----------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (i) over col (j), if any |                                                                                        |
|                                                                                             |                                   |                                            | 146                                                                                    |
|                                                                                             |                                   |                                            | 190                                                                                    |
|                                                                                             |                                   |                                            | -41                                                                                    |
|                                                                                             |                                   |                                            | -47                                                                                    |
|                                                                                             |                                   |                                            | -865                                                                                   |
|                                                                                             |                                   |                                            | 721                                                                                    |
|                                                                                             |                                   |                                            | 482                                                                                    |
|                                                                                             |                                   |                                            | -1,785                                                                                 |
|                                                                                             |                                   |                                            | 113                                                                                    |
|                                                                                             |                                   |                                            | -140                                                                                   |
|                                                                                             |                                   |                                            | -130                                                                                   |
|                                                                                             |                                   |                                            | 1,673                                                                                  |
|                                                                                             |                                   |                                            | 1,231                                                                                  |
|                                                                                             |                                   |                                            | 6,690                                                                                  |
|                                                                                             |                                   |                                            | 542                                                                                    |
|                                                                                             |                                   |                                            | -737                                                                                   |
|                                                                                             |                                   |                                            | 96                                                                                     |
|                                                                                             |                                   |                                            | -405                                                                                   |
|                                                                                             |                                   |                                            | -86                                                                                    |
|                                                                                             |                                   |                                            | 516                                                                                    |
|                                                                                             |                                   |                                            | -960                                                                                   |
|                                                                                             |                                   |                                            | 83                                                                                     |
|                                                                                             |                                   |                                            | -2,227                                                                                 |
|                                                                                             |                                   |                                            | 5,384                                                                                  |
|                                                                                             |                                   |                                            | 312                                                                                    |
|                                                                                             |                                   |                                            | 987                                                                                    |
|                                                                                             |                                   |                                            | 1,347                                                                                  |
|                                                                                             |                                   |                                            | 5                                                                                      |
|                                                                                             |                                   |                                            | -304                                                                                   |
|                                                                                             |                                   |                                            | 531                                                                                    |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                   |                                            | (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|-----------------------------------|--------------------------------------------|----------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (i) over col (j), if any |                                                                                        |
|                                                                                             |                                   |                                            | -396                                                                                   |
|                                                                                             |                                   |                                            | -660                                                                                   |
|                                                                                             |                                   |                                            | 1,192                                                                                  |
|                                                                                             |                                   |                                            | 2,054                                                                                  |
|                                                                                             |                                   |                                            | 180                                                                                    |
|                                                                                             |                                   |                                            | 142                                                                                    |
|                                                                                             |                                   |                                            | 145                                                                                    |
|                                                                                             |                                   |                                            | -212                                                                                   |
|                                                                                             |                                   |                                            | -67                                                                                    |
|                                                                                             |                                   |                                            | -210                                                                                   |
|                                                                                             |                                   |                                            | 960                                                                                    |
|                                                                                             |                                   |                                            | 134                                                                                    |
|                                                                                             |                                   |                                            | 211                                                                                    |
|                                                                                             |                                   |                                            | 771                                                                                    |
|                                                                                             |                                   |                                            | 616                                                                                    |
|                                                                                             |                                   |                                            | 127                                                                                    |
|                                                                                             |                                   |                                            | 50                                                                                     |
|                                                                                             |                                   |                                            | 303                                                                                    |
|                                                                                             |                                   |                                            | -55                                                                                    |
|                                                                                             |                                   |                                            | 1,375                                                                                  |
|                                                                                             |                                   |                                            | -343                                                                                   |
|                                                                                             |                                   |                                            | -1,618                                                                                 |
|                                                                                             |                                   |                                            | 126                                                                                    |
|                                                                                             |                                   |                                            | 42                                                                                     |
|                                                                                             |                                   |                                            | 425                                                                                    |
|                                                                                             |                                   |                                            | -159                                                                                   |
|                                                                                             |                                   |                                            | 1,191                                                                                  |
|                                                                                             |                                   |                                            | 304                                                                                    |
|                                                                                             |                                   |                                            | 194                                                                                    |
|                                                                                             |                                   |                                            | 589                                                                                    |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                   |                                            | (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|-----------------------------------|--------------------------------------------|----------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (i) over col (j), if any |                                                                                        |
|                                                                                             |                                   |                                            | 936                                                                                    |
|                                                                                             |                                   |                                            | 66                                                                                     |
|                                                                                             |                                   |                                            | 307                                                                                    |
|                                                                                             |                                   |                                            | 55                                                                                     |
|                                                                                             |                                   |                                            | -6                                                                                     |
|                                                                                             |                                   |                                            | 53                                                                                     |
|                                                                                             |                                   |                                            | -351                                                                                   |
|                                                                                             |                                   |                                            | 444                                                                                    |
|                                                                                             |                                   |                                            | 1,411                                                                                  |
|                                                                                             |                                   |                                            | -285                                                                                   |
|                                                                                             |                                   |                                            | 774                                                                                    |
|                                                                                             |                                   |                                            | 676                                                                                    |
|                                                                                             |                                   |                                            | 663                                                                                    |
|                                                                                             |                                   |                                            | -605                                                                                   |
|                                                                                             |                                   |                                            | 2,158                                                                                  |
|                                                                                             |                                   |                                            | -47                                                                                    |
|                                                                                             |                                   |                                            | 33                                                                                     |
|                                                                                             |                                   |                                            | 383                                                                                    |
|                                                                                             |                                   |                                            | 557                                                                                    |
|                                                                                             |                                   |                                            | -294                                                                                   |
|                                                                                             |                                   |                                            | -74                                                                                    |
|                                                                                             |                                   |                                            | 732                                                                                    |
|                                                                                             |                                   |                                            | 1,959                                                                                  |
|                                                                                             |                                   |                                            | 618                                                                                    |
|                                                                                             |                                   |                                            | 53                                                                                     |
|                                                                                             |                                   |                                            | 721                                                                                    |
|                                                                                             |                                   |                                            | 40                                                                                     |
|                                                                                             |                                   |                                            | 566                                                                                    |
|                                                                                             |                                   |                                            | 127                                                                                    |
|                                                                                             |                                   |                                            | 523                                                                                    |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                   |                                            | (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|-----------------------------------|--------------------------------------------|----------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (i) over col (j), if any |                                                                                        |
|                                                                                             |                                   |                                            | 907                                                                                    |
|                                                                                             |                                   |                                            | 203                                                                                    |
|                                                                                             |                                   |                                            | -55                                                                                    |
|                                                                                             |                                   |                                            | 53                                                                                     |
|                                                                                             |                                   |                                            | -585                                                                                   |
|                                                                                             |                                   |                                            | -146                                                                                   |
|                                                                                             |                                   |                                            | 1,139                                                                                  |
|                                                                                             |                                   |                                            | 305                                                                                    |
|                                                                                             |                                   |                                            | -1,069                                                                                 |
|                                                                                             |                                   |                                            | -575                                                                                   |
|                                                                                             |                                   |                                            | -2,171                                                                                 |
|                                                                                             |                                   |                                            | -634                                                                                   |
|                                                                                             |                                   |                                            | -1,258                                                                                 |
|                                                                                             |                                   |                                            | -394                                                                                   |
|                                                                                             |                                   |                                            | 5,222                                                                                  |
|                                                                                             |                                   |                                            | 11                                                                                     |
|                                                                                             |                                   |                                            | 12                                                                                     |
|                                                                                             |                                   |                                            | -198                                                                                   |
|                                                                                             |                                   |                                            | -53                                                                                    |
|                                                                                             |                                   |                                            | 290                                                                                    |
|                                                                                             |                                   |                                            | -415                                                                                   |
|                                                                                             |                                   |                                            | -661                                                                                   |
|                                                                                             |                                   |                                            | -182                                                                                   |
|                                                                                             |                                   |                                            | -1,228                                                                                 |
|                                                                                             |                                   |                                            | 643                                                                                    |
|                                                                                             |                                   |                                            | -1,003                                                                                 |
|                                                                                             |                                   |                                            | -2,189                                                                                 |
|                                                                                             |                                   |                                            | 123                                                                                    |
|                                                                                             |                                   |                                            | -335                                                                                   |
|                                                                                             |                                   |                                            | 440                                                                                    |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                   |                                            | (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|-----------------------------------|--------------------------------------------|----------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (i) over col (j), if any |                                                                                        |
|                                                                                             |                                   |                                            | -1,444                                                                                 |
|                                                                                             |                                   |                                            | -80                                                                                    |
|                                                                                             |                                   |                                            | -475                                                                                   |
|                                                                                             |                                   |                                            | 1,862                                                                                  |
|                                                                                             |                                   |                                            | -295                                                                                   |
|                                                                                             |                                   |                                            |                                                                                        |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|--------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                  |        |
| <b>a</b> Paid during the year                                                                                          |                                                                                                           |                                |                                  |        |
| SHODAIR CHILDREN'S HOSPITAL<br>PO BOX 5539<br>HELENA, MT 59604                                                         | NONE                                                                                                      | PUBLIC                         | GENERAL SUPPORT                  | 5,000  |
| SPECIAL OLYMPICS MONTANA<br>PO BOX 3507<br>GREAT FALLS, MT 59403                                                       | NONE                                                                                                      | PUBLIC                         | GENERAL SUPPORT                  | 4,000  |
| AMERICAN DIABETES ASSOCIATION<br>3203 3RD AVENUE NORTH STE 203<br>BILLINGS, MT 59101                                   | NONE                                                                                                      | PUBLIC                         | GENERAL SUPPORT                  | 2,500  |
| MONTANA COUNCIL BOY SCOUT OF AMERICA<br>820 17TH AVE SOUTH<br>GREAT FALLS, MT 59405                                    | NONE                                                                                                      | PUBLIC                         | GENERAL SUPPORT                  | 4,800  |
| CENTER FOR MENTAL HEALTH<br>PO BOX 1653<br>GREAT FALLS, MT 59403                                                       | NONE                                                                                                      | PUBLIC                         | GENERAL SUPPORT                  | 2,500  |
| CHILDREN'S ONCOLOGY CAMP FOUNDATION<br>PO BOX 1450<br>MISSOULA, MT 59806                                               | NONE                                                                                                      | PUBLIC                         | GENERAL SUPPORT                  | 4,000  |
| EAGLE MOUNT - GREAT FALLS<br>9 3RD STREET NORTH STE 1<br>GREAT FALLS, MT 59401                                         | NONE                                                                                                      | PUBLIC                         | GENERAL SUPPORT                  | 2,500  |
| EASTER SEALS<br>GOODWILL-NRM 4400 CENTRAL AVE<br>GREAT FALLS, MT 59405                                                 | NONE                                                                                                      | PUBLIC                         | GENERAL SUPPORT                  | 7,500  |
| GREAT FALLS AMERICAN LEGION<br>BBALL<br>PO BOX 2768<br>GREAT FALLS, MT 59403                                           | NONE                                                                                                      | PUBLIC                         | GENERAL SUPPORT                  | 1,500  |
| INTERMOUNTAIN CHILDREN'S HOME<br>500 S LAMBORN ST<br>HELENA, MT 59601                                                  | NONE                                                                                                      | PUBLIC                         | GENERAL SUPPORT                  | 4,000  |
| MCLAUGHLIN RESEARCH INSTITUTE<br>1520 23RD ST SOUTH<br>GREAT FALLS, MT 59405                                           | NONE                                                                                                      | PUBLIC                         | GENERAL SUPPORT                  | 5,000  |
| MT MARROW PROGRAM<br>1117 CASTLE BUTTE ROAD<br>LEWISTOWN, MT 59457                                                     | NONE                                                                                                      | PUBLIC                         | GENERAL SUPPORT                  | 2,500  |
| MT SCHOOL FOR THE DEAF & BLIND<br>FDN<br>PO BOX 6576<br>GREAT FALLS, MT 594066576                                      | NONE                                                                                                      | PUBLIC                         | GENERAL SUPPORT                  | 4,240  |
| NORTHWEST BURN FOUNDATION<br>1515 NW 52ND STREET STE A<br>SEATTLE, WA 98107                                            | NONE                                                                                                      | PUBLIC                         | GENERAL SUPPORT                  | 2,000  |
| OVARIAN CANCER SURVIVORS FOUNDATION<br>416 COVENTRY COURT<br>HELENA, MT 59601                                          | NONE                                                                                                      | PUBLIC                         | SCHOLARSHIP                      | 2,000  |
| PARIS GIBSON SQUARE MUSEUM OF ART<br>1400 1ST AVENUE NORTH<br>GREAT FALLS, MT 59401                                    | NONE                                                                                                      | PUBLIC                         | GENERAL SUPPORT                  | 2,153  |
| SCOTTISH RITE CHILDHOOD LANGUAGE CTR<br>1304 13TH STREET SOUTH<br>GREAT FALLS, MT 59405                                | NONE                                                                                                      | PUBLIC                         | GENERAL SUPPORT                  | 4,000  |
| UNIVERSITY OF GREAT FALLS<br>1301 20TH ST SOUTH<br>GREAT FALLS, MT 59405                                               | NONE                                                                                                      | PUBLIC                         | GENERAL SUPPORT                  | 4,807  |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                  | 65,000 |

TY 2011 Accounting Fees Schedule

**Name:** KINGSBURY MEMORIAL FOUNDATION 50217170

**EIN:** 81-6078134

| Category                          | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|-----------------------------------|--------|--------------------------|------------------------|---------------------------------------------|
| TAX PREPARATION FEE<br>(NON-ALLOC | 1,500  |                          |                        | 1,500                                       |

**TY 2011 Investments Corporate  
Bonds Schedule****Name:** KINGSBURY MEMORIAL FOUNDATION 50217170**EIN:** 81-6078134

| <b>Name of Bond</b>            | <b>End of Year Book<br/>Value</b> | <b>End of Year Fair<br/>Market Value</b> |
|--------------------------------|-----------------------------------|------------------------------------------|
| BANK OF NEW YORK CO 5.125      |                                   |                                          |
| SUNTRUST BANK 3.000            |                                   |                                          |
| METLIFE INC 6.125              |                                   |                                          |
| TARGET CORP 5.875              | 25,118                            | 25,210                                   |
| WAL MART STORES INC            | 20,456                            | 20,226                                   |
| BARCLAYS BANK PLC 5.45         | 25,347                            | 25,540                                   |
| BARCLAYS BANK PLC C D ZERO CPN |                                   |                                          |
| CISCO SYSTEMS 2.900 11/17/2014 | 15,254                            | 15,869                                   |
| BARCLAYS BANK 06/10/2013       | 10,000                            | 12,388                                   |
| BARCLAYS BANK 04/10/2015       | 10,000                            | 10,067                                   |
| AMERICAN CENTY INTL BOND       | 24,180                            | 24,500                                   |
| DREIHAUS ACTIVE INCOME FUND    | 26,234                            | 24,403                                   |
| ISHARES BARCLAYS TIPS BOND     | 23,579                            | 25,088                                   |
| ISHARES JPMORGAN EM BOND       | 12,597                            | 12,621                                   |

TY 2011 Investments Corporate  
Stock Schedule

Name: KINGSBURY MEMORIAL FOUNDATION 50217170  
EIN: 81-6078134

| Name of Stock                  | End of Year Book Value | End of Year Fair Market Value |
|--------------------------------|------------------------|-------------------------------|
| ABBOTT LABS                    | 4,200                  | 4,667                         |
| ALLSTATE CORP                  |                        |                               |
| AMGEN INC                      |                        |                               |
| APACHE CORP                    | 4,841                  | 9,239                         |
| APPLE INC                      | 2,149                  | 18,225                        |
| BANK OF AMERICA CORP           |                        |                               |
| CISCO SYS INC                  | 2,730                  | 2,712                         |
| COMCAST CORP                   |                        |                               |
| CONOCOPHILLIPS                 |                        |                               |
| ECOLAB INC                     | 2,651                  | 6,590                         |
| EXELON CORPORATION             | 4,944                  | 4,337                         |
| EXXON MOBIL CORP               | 6,276                  | 14,070                        |
| GENERAL ELEC CO                | 16,676                 | 9,152                         |
| GOOGLE INC                     | 3,227                  | 5,813                         |
| ILLINOIS TOOL WKS              | 4,035                  | 4,484                         |
| INTEL CORP                     | 12,458                 | 12,731                        |
| J P MORGAN CHASE & CO          | 11,837                 | 9,909                         |
| JOHNSON & JOHNSON              | 7,582                  | 9,115                         |
| MCDONALDS CORP                 | 4,677                  | 8,127                         |
| MEDTRONIC INC                  |                        |                               |
| MICROSOFT CORP                 | 7,469                  | 7,139                         |
| ORACLE CORPORATION             | 7,379                  | 10,440                        |
| PEPSICO INC                    | 7,195                  | 9,554                         |
| PFIZER INC                     | 20,159                 | 11,469                        |
| PRAXAIR INC                    | 2,718                  | 6,949                         |
| PROCTOR & GAMBLE CO            | 7,325                  | 9,006                         |
| QUALCOMM INC                   | 2,697                  | 9,846                         |
| STATE STR CORP                 | 5,325                  | 6,045                         |
| TARGET CORPORATION             | 3,788                  | 6,249                         |
| UNITED PARCEL SERVICE INC      | 4,076                  | 5,416                         |
| UNITED TECHNOLOGIES CORP       | 5,734                  | 9,282                         |
| VERIZON COMMUNICATIONS         | 7,752                  | 10,271                        |
| WAL MART STORES INC            | 5,518                  | 6,872                         |
| WELLS FARGO & CO               | 6,522                  | 7,165                         |
| 3M CO                          | 3,304                  | 4,413                         |
| SCHLUMBERGER LTD               | 5,221                  | 8,470                         |
| FAM MID CAPITAL INDEX          |                        |                               |
| FAM REAL ESTATE SECURITIES     |                        |                               |
| FAM SMALL CAP SELECT           |                        |                               |
| ISHARES MSCI EMERGING MKTS     | 21,974                 | 23,902                        |
| LAUDUS INTL MRKTMASTERS INV    | 58,000                 | 53,782                        |
| COACH INC                      | 4,290                  | 4,212                         |
| GOLDMAN SACHS GROUP INC        | 7,936                  | 4,431                         |
| MASTERCARD INC CL A            | 3,423                  | 5,592                         |
| SCHWAB CHARLES CORP            |                        |                               |
| ISHARES S&P PREF STK INDX FD   | 38,943                 | 37,009                        |
| ABERCROMBIE & FITCH CO         |                        |                               |
| B M C SOFTWARE INC             |                        |                               |
| BERKSHIRE HATHAWAY INC         |                        |                               |
| BEST BUY CO INC                |                        |                               |
| CLIFFS NATURAL RESOURCES INC   | 1,226                  | 1,060                         |
| DISNEY WALT CO                 |                        |                               |
| E BAY INC                      |                        |                               |
| FREEPORT MCMORAN COPPER GOLD   | 3,677                  | 3,679                         |
| GENERAL MILLS INC              | 4,854                  | 5,657                         |
| STARBUCKS                      | 5,225                  | 8,742                         |
| WMS INDS INC                   |                        |                               |
| IPATH DOW JONES UBS COMMODITY  | 47,302                 | 39,030                        |
| SCOUT INTERNATIONAL FUND       | 46,000                 | 42,184                        |
| HEWLETT PACKARD                |                        |                               |
| BAXTER INTL INC                | 4,462                  | 4,008                         |
| BOEING CO                      | 3,579                  | 4,034                         |
| BRISTOL MYERS SQUIBB CO        | 5,363                  | 5,956                         |
| CATERPILLAR INC                | 1,755                  | 1,631                         |
| CHEVRON CORPORATION            | 4,721                  | 5,214                         |
| DISCOVERY COMMUNICATIONS INC   | 4,375                  | 4,384                         |
| DOVER CORP                     | 4,377                  | 4,644                         |
| E M C CORPORATION              | 3,484                  | 2,693                         |
| EATON CORP                     | 4,361                  | 4,353                         |
| EXPRESS SCRIPTS                | 5,891                  | 5,765                         |
| FIFTH THIRD BANCORP            | 3,724                  | 4,083                         |
| GILEAD SCIENCES INC            | 3,612                  | 3,643                         |
| MACYS INC                      | 3,611                  | 4,055                         |
| NATIONAL OILWELL VARCO INC     | 2,233                  | 2,040                         |
| NOBLE ENERGY INC               | 3,650                  | 4,153                         |
| OCCIDENTAL PETROLEUM CORP      | 3,645                  | 4,123                         |
| P G E CORP                     | 3,529                  | 3,133                         |
| PRUDENTIAL FINANCIAL INC       | 8,520                  | 7,668                         |
| ACE LTD                        | 1,869                  | 1,963                         |
| TYCO INTERNATIONAL LTD         | 3,589                  | 3,737                         |
| HIGHLAND LONG SHORT EQUITY Z   | 15,909                 | 15,637                        |
| NUVEEN MID CAP INDEX FUND      | 94,000                 | 109,519                       |
| NUVEEN REAL ESTATE SECURITY CL | 31,690                 | 38,197                        |
| NUVEEN SMALL CAP SELECT FD     | 64,645                 | 71,323                        |
| SPDR DJ WILSHIRE INTERNATIONAL | 28,282                 | 23,554                        |
| TFS MARKET NEITRAL FUND        | 9,813                  | 9,417                         |
| WINDSTREAM CORP                | 1,423                  | 1,280                         |
| WALLGREEN                      | 3,515                  | 3,438                         |

# TY 2011 Investments Government Obligations Schedule

**Name:** KINGSBURY MEMORIAL FOUNDATION 50217170

**EIN:** 81-6078134

**US Government Securities - End of**

**Year Book Value:**

171,487

**US Government Securities - End of**

**Year Fair Market Value:**

176,633

**State & Local Government  
Securities - End of Year Book  
Value:**

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

TY 2011 Other Decreases Schedule

**Name:** KINGSBURY MEMORIAL FOUNDATION 50217170

**EIN:** 81-6078134

| Description                     | Amount |
|---------------------------------|--------|
| RECEIVED VS REPORTED SECURITIES | 237    |

## TY 2011 Other Income Schedule

**Name:** KINGSBURY MEMORIAL FOUNDATION 50217170

**EIN:** 81-6078134

| Description        | Revenue And<br>Expenses Per Books | Net Investment<br>Income | Adjusted Net Income |
|--------------------|-----------------------------------|--------------------------|---------------------|
| PARTNERSHIP INCOME | 4,688                             | 4,688                    |                     |

TY 2011 Other Increases Schedule

**Name:** KINGSBURY MEMORIAL FOUNDATION 50217170

**EIN:** 81-6078134

| Description                              | Amount |
|------------------------------------------|--------|
| RECEIVED VS REPORTED SECURITIES PRIOR YR | 236    |

**TY 2011 Taxes Schedule****Name:** KINGSBURY MEMORIAL FOUNDATION 50217170**EIN:** 81-6078134

| Category                       | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|--------------------------------|--------|--------------------------|------------------------|---------------------------------------------|
| FEDERAL ESTIMATES - PRINCIPAL  | 267    | 0                        |                        | 0                                           |
| FOREIGN TAXES ON QUALIFIED FOR | 302    | 302                      |                        | 0                                           |
| FOREIGN TAXES ON NONQUALIFIED  | 37     | 37                       |                        | 0                                           |