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Form **990-PF**

**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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

2011

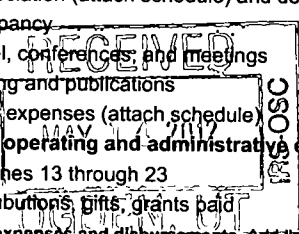
For calendar year 2011 or tax year beginning , and ending

Name of foundation RICH, JUNIOR E & BLANCHE B. FDN		A Employer identification number 87-6173654
Number and street (or P O box number if mail is not delivered to street address) Room/suite Wells Fargo Bank N.A. - PO Box 53456 MAC S4101-22G		B Telephone number (see instructions) (888) 730-4933
City or town, state, and ZIP code Phoenix AZ 85072-3456		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 478,647		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	12,567	11,183		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	72,028			
b Gross sales price for all assets on line 6a	114,096			
7 Capital gain net income (from Part IV, line 2)		72,028		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	0	0	0	
12 Total. Add lines 1 through 11	84,595	83,211	0	
13 Compensation of officers, directors, trustees, etc	6,212	4,659		1,553
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	965	0	0	965
c Other professional fees (attach schedule)	0	0	0	0
17 Interest				
18 Taxes (attach schedule) (see instructions)	2,834	244	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	5,000	3,750	0	1,250
24 Total operating and administrative expenses. Add lines 13 through 23	15,011	8,653	0	3,768
25 Contributions, gifts, grants paid	18,857			18,857
26 Total expenses and disbursements. Add lines 24 and 25	33,868	8,653	0	22,625
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	50,727			
b Net investment income (if negative, enter -0-)		74,558		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	99		
	2	Savings and temporary cash investments	17,337	14,262	14,262
	3	Accounts receivable	0		
		Less allowance for doubtful accounts	0	0	0
	4	Pledges receivable	0		
		Less allowance for doubtful accounts	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule)	0		
		Less allowance for doubtful accounts	0	0	0
	8	Inventories for sale or use	0	0	
	9	Prepaid expenses and deferred charges		0	
	10 a	Investments—U S. and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	27,866	0	0
	c	Investments—corporate bonds (attach schedule)	50,000	0	0
	Liabilities	11	Investments—land, buildings, and equipment basis	0	
		Less accumulated depreciation (attach schedule)	0	0	0
12		Investments—mortgage loans			
13		Investments—other (attach schedule)	221,123	351,394	464,385
14		Land, buildings, and equipment, basis	0		
		Less accumulated depreciation (attach schedule)	0	0	0
15		Other assets (describe)	0	0	0
16		Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	316,425	365,656	478,647
17		Accounts payable and accrued expenses	0	0	
18		Grants payable			
19	Deferred revenue	0	0		
20	Loans from officers, directors, trustees, and other disqualified persons	0	0		
21	Mortgages and other notes payable (attach schedule)	0	0		
22	Other liabilities (describe)	0	0		
23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	316,425	365,656	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	316,425	365,656		
31	Total liabilities and net assets/fund balances (see instructions)	316,425	365,656		

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	316,425
2	Enter amount from Part I, line 27a	2	50,727
3	Other increases not included in line 2 (itemize) MUTUAL FUND AND CTF INCOME ADDITION	3	338
4	Add lines 1, 2, and 3	4	367,490
5	Decreases not included in line 2 (itemize) See Attached Statement	5	1,834
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	365,656

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	72,028	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	0	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	21,089	480,131	0.043923
2009	32,753	446,058	0.073428
2008	36,316	643,704	0.056417
2007	36,221	885,719	0.040894
2006	187,269	3,649,210	0.051318
2 Total of line 1, column (d)			0.265980
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			0.053196
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5		509,538	
5 Multiply line 4 by line 3			27,105
6 Enter 1% of net investment income (1% of Part I, line 27b)			746
7 Add lines 5 and 6			27,851
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			22,625

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

1	a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
	b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,491
	c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	1,491
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	1,491
6	Credits/Payments		
	a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,531
	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	1,531
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	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	40
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 40 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> <u>UT</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>		X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ WELLS FARGO BANK N.A Telephone no ▶ 888-730-4933 Located at ▶ PO Box 53456 MAC S4101-22G Phoenix AZ ZIP+4 ▶ 85072-3456			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20 _____, 20 _____, 20 _____, 20 _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20 _____, 20 _____, 20 _____, 20 _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense, account, other allowances
Wells Fargo Bank, N.A. PO Box 53456 MAC S4101-22G Phoenix AZ 85	Trustee	4 00 6,212	0	0
EDWARD B. RICH 3931 AIRPORT RD OGDEN UT 84405		1 00 5,000	0	0
		.00 0	0	0
		.00 0	0	0

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

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

Total number of other employees paid over \$50,000 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
.....		0
.....		0
.....		0
.....		0

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	485,424
b	Average of monthly cash balances	1b	31,873
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	517,297
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	517,297
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	7,759
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	509,538
6	Minimum investment return. Enter 5% of line 5	6	25,477

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part)

1	Minimum investment return from Part X, line 6		1	25,477
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,491	
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0	
c	Add lines 2a and 2b	2c	1,491	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	23,986	
4	Recoveries of amounts treated as qualifying distributions	4		
5	Add lines 3 and 4	5	23,986	
6	Deduction from distributable amount (see instructions)	6		
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	23,986	

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	22,625
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	22,625
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	22,625

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				23,986
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			18,857	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	NONE			
d From 2009	NONE			
e From 2010	NONE			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>22,625</u>				
a Applied to 2010, but not more than line 2a			18,857	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)	0			
d Applied to 2011 distributable amount				3,768
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions				0
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				20,218
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007	0			
b Excess from 2008	0			
c Excess from 2009	0			
d Excess from 2010	0			
e Excess from 2011	0			

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

N/A

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

▶

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

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

Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	
	0			0
b 85% of line 2a	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0			0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon:				
a "Assets" alternative test—enter:				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0			0
c "Support" alternative test—enter:				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached Statement				
Total				▶ 3a 18,857
b <i>Approved for future payment</i> NONE				
Total				▶ 3b 0

RICH, JUNIOR E. & BLANCHE B. FDN

87-6173654 Page 1 of 3

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

Recipient(s) paid during the year

Name

ECCLES COMMUNITY ART CENTER

Street

2580 JEFFERSON AVENUE

City

OGDEN

State

UT

Zip Code

84401

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,200

Name

PROJECT ATHENA FOUNDATION

Street

2033 SAN ELIJO AVE #310

City

CARDIFF BY THE SEA

State

CA

Zip Code

92007

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

800

Name

BLANCHE B. RICH ART SCHOLARSHIP

Street

3850 UNIVERSITY CIRCLE

City

OGDEN

State

UT

Zip Code

84405

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

500

Name

MAKE A WISH FOUNDATION

Street

152 W 57TH ST #35

City

NEW YORK

State

NY

Zip Code

10019

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,000

Name

OGDEN SYMPHONY BALLET ASSOCIATION

Street

638 E 26TH ST.

City

OGDEN

State

UT

Zip Code

84401

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,000

Name

OGDEN SCHOOL FOUNDATION

Street

1950 MONROE BLVD

City

OGDEN

State

UT

Zip Code

84401

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,200

RICH, JUNIOR E. & BLANCHE B FDN

87-6173654 Page 2 of 3

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

Recipient(s) paid during the year

Name

COMMUNITY FOUNDATION OF OGDEN VALLEY

Street

PO BOX 684

City

EDEN

State

UT

Zip Code

84310

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

500

Name

WEBER SCHOOL FOUNDATION

Street

430 W WEBER HIGH DRIVE

City

OGDEN

State

UT

Zip Code

84414

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

800

Name

UNION STATION FOUNDATION

Street

2501 WALL AVE

City

OGDEN

State

UT

Zip Code

84401

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,200

Name

OGDEN HIGH SCHOOL RESTORATION PROJECT

Street

2828 HARRISON BLVD

City

OGDEN

State

UT

Zip Code

84403

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,000

Name

QUARTERS FOR CHRISTMAS KSL

Street

PO BOX 1160

City

SAT LAKE CITY

State

UT

Zip Code

84110

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

500

Name

WEBER SCHOOL DISTRICT FOUNDATION

Street

5320 SO. ADAMS PARKWAY

City

OGDEN

State

UT

Zip Code

84405

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,200

RICH, JUNIOR E & BLANCHE B FDN

87-6173654 Page 3 of 3

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

MIDTOWN COMMUNITY HEALTH CENTER

Street

2240 ADAMS AVE

City

OGDEN

State

UT

Zip Code

84401

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,000

Name

BOYS AND GIRLS CLUB OF WEBER

Street

1821 W 4000

City

ROY

State

UT

Zip Code

84067

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

500

Name

PREVENT CHILD ABUSE

Street

228 SOUTH WABASH AVENUE, 10TH FLOOR

City

CHICAGO

State

IL

Zip Code

60604

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

500

Name

WEBER COMMUNITY LIBRARY

Street

131 S 7400 E

City

HUNTSVILLE

State

UT

Zip Code

84317

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

457

Name

EDEN TENNIS COURTS

Street

2186 LINCOLN AVENUE

City

OGDEN

State

UT

Zip Code

84403

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,000

Name

SALVATION ARMY

Street

2615 GRANT AVENUE

City

OGDEN

State

UT

Zip Code

84401

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

500

Line 16b (990-PF) - Accounting Fees

		965	0	0	965	0	965
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)		
1	TAX PREP FEES	965			965		
2							
3							
4							
5							
6							
7							
8							
9							
10							

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	1,059			
2	ESTIMATED EXCISE TAX PAID	1,531			
3	FOREIGN TAX WITHHELD	244	244		
4					
5					
6					
7					
8					
9					
10					
		2,834	244	0	0

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	TRUSTEE FEES	5,000	3,750		1,250
2	ADR FEES				
3	STATE AG FEES				
4					
5					
6					
7					
8					
9					

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

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

1	MUTUAL FUND AND CTF INCOME ADDITION	1	338
2	Total	2	338

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

1	MUTUAL FUND AND CTF INCOME SUBTRACTION	1	341
2	PY RETURN OF CAPITAL ADJUSTMENT	2	1,357
3	COST BASIS ADJUSTMENT	3	136
4	Total	4	1,834

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

	Kind(s) of Property Sold	CUSIP #	How Acquired		Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
			153	0											
1	MLN BARCLAYS CURRENCY BASKE	110122108	1/19/2011	7/11/2008	1/19/2011	25,000	0	25,000	0	0	0	0	0	0	0
2	BRISTOL MYERS SQUIBB CO	110122108	1/26/2011	4/13/1994	1/26/2011	3,076	0	1,460	0	1,616	1,616	0	0	0	1,616
3	BRISTOL MYERS SQUIBB CO	110122108	1/26/2011	4/13/1994	5/17/2011	3,370	0	1,460	0	1,910	1,910	0	0	0	1,910
4	CHEVRON CORP	166764100	1/26/2011	11/1/1985	1/26/2011	7,450	0	404	0	7,046	7,046	0	0	0	7,046
5	CHEVRON CORP	166764100	1/26/2011	11/1/1985	5/17/2011	7,927	0	404	0	7,523	7,523	0	0	0	7,523
6	CISCO SYSTEMS INC	17275R102	1/26/2011	3/6/1998	1/26/2011	2,660	0	1,323	0	1,337	1,337	0	0	0	1,337
7	CISCO SYSTEMS INC	17275R102	5/17/2011	3/6/1998	5/17/2011	2,060	0	1,323	0	737	737	0	0	0	737
8	COCA COLA CO	191216100	1/26/2011	11/1/1985	1/26/2011	8,079	0	204	0	7,875	7,875	0	0	0	7,875
9	COCA COLA CO	191216100	5/17/2011	11/1/1985	5/17/2011	8,705	0	204	0	8,501	8,501	0	0	0	8,501
10	DOLBY LABORATORIES INC	25669T107	1/26/2011	11/4/2008	1/26/2011	1,322	0	721	0	601	601	0	0	0	601
11	DOLBY LABORATORIES INC	25669T107	5/17/2011	11/4/2008	5/17/2011	4,600	0	3,114	0	1,486	1,486	0	0	0	1,486
12	GENERAL ELECTRIC CO	369604103	1/26/2011	11/1/1985	1/26/2011	9,186	0	390	0	8,796	8,796	0	0	0	8,796
13	GENERAL ELECTRIC CO	369604103	5/17/2011	11/1/1985	5/17/2011	8,922	0	391	0	8,531	8,531	0	0	0	8,531
14	ISHARES IBOX \$ INV GR CORP BD FD	464287242	5/17/2011	4/29/2010	5/17/2011	111	0	107	0	4	4	0	0	0	4
15	ISHARES TR S & P MIDCAP 400 ID FD	464287507	1/26/2011	8/24/2009	1/26/2011	2,495	0	1,789	0	706	706	0	0	0	706
16	ISHARES TR S & P MIDCAP 400 ID FD	464287507	5/17/2011	8/24/2009	5/17/2011	2,733	0	1,855	0	878	878	0	0	0	878
17	KRAFT FOODS INC	50075N104	1/26/2011	11/1/1985	1/26/2011	2,558	0	59	0	2,499	2,499	0	0	0	2,499
18	KRAFT FOODS INC	50075N104	5/17/2011	11/1/1985	5/17/2011	2,853	0	59	0	2,794	2,794	0	0	0	2,794
19	ORACLE CORPORATION	68389X105	1/26/2011	3/6/1998	1/26/2011	5,080	0	694	0	4,386	4,386	0	0	0	4,386
20	ORACLE CORPORATION	68389X105	5/17/2011	3/6/1998	5/17/2011	5,347	0	699	0	4,648	4,648	0	0	0	4,648
21	TEMPLETON GLOBAL BOND FD-ADV #6	880208400	1/26/2011	5/9/2010	1/26/2011	202	0	204	0	-2	-2	0	0	0	-2
22	TEMPLETON GLOBAL BOND FD-ADV #6	880208400	5/17/2011	5/9/2010	5/17/2011	207	0	204	0	3	3	0	0	0	3
23						0	0	0	0	0	0	0	0	0	0
24						0	0	0	0	0	0	0	0	0	0
25						0	0	0	0	0	0	0	0	0	0
26						0	0	0	0	0	0	0	0	0	0
27						0	0	0	0	0	0	0	0	0	0
28						0	0	0	0	0	0	0	0	0	0
29						0	0	0	0	0	0	0	0	0	0
30						0	0	0	0	0	0	0	0	0	0
31						0	0	0	0	0	0	0	0	0	0
32						0	0	0	0	0	0	0	0	0	0
33						0	0	0	0	0	0	0	0	0	0
34						0	0	0	0	0	0	0	0	0	0
35						0	0	0	0	0	0	0	0	0	0
36						0	0	0	0	0	0	0	0	0	0
37						0	0	0	0	0	0	0	0	0	0
38						0	0	0	0	0	0	0	0	0	0

Amount

153

0

Long Term CG Distributions

Short Term CG Distributions

71,875

0

0

0

0

0

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	Wells Fargo Bank N.A.	X	PO Box 53456 MAC S4101-22G	Phoenix	AZ	85072-3456		TRUSTEE	4.00	6,212
2	EDWARD B. RICH	X	3931 AIRPORT RD	OGDEN	UT	84405			1.00	5,000
3										
4										
5										
6										
7										
8										
9										
10										

11,212

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

	Date	Amount
1 Credit from prior year return		0
2 First quarter estimated tax payment		
3 Second quarter estimated tax payment	5/11/2011	1,531
4 Third quarter estimated tax payment		
5 Fourth quarter estimated tax payment		
6 Other payments		0
7 Total		1,531

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2010 that remained undistributed at the beginning of the 2011 tax year	1	18,857
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	18,857

Account Name: RICH, JUNIOR E. BLANCHE B. FDN

Account Number: 028710

EIN: 87-6173654

Utah Attorney General does not require and prefers that we do not furnish a copy of the form 990PF to their office.

YEAR END STATEMENT

ACCOUNT: RICH, JUNIOR E. & BLANCHE B. FDN
ACCOUNT: 28710
FYE: Calendar Year End 12/31/2011
EIN: 87-6173654

SECURITY	ACCOUNT NUMBER	CUSIP	ASSET NAME	UNITS	FED COST	FMV
Invest - Corp Stock	028710	110122108	BRISTOL MYERS SQUIBB CO	388 00	4,799 20	13,673 12
Invest - Corp Stock	028710	17275R102	CISCO SYSTEMS INC	409 00	4,365 29	7,394 72
Invest - Corp Stock	028710	369604103	GENERAL ELECTRIC CO	1,510 00	1,288 03	27,044 10
Invest - Corp Stock	028710	68389X105	ORACLE CORPORATION	521 00	2,303 90	13,363 65
Invest - Corp Stock	028710	191216100	COCA COLA CO	422 00	673 80	29,527 34
Invest - Corp Stock	028710	50075N104	KRAFT FOODS INC	270 00	194 03	10,087 20
Invest - Corp Stock	028710	166764100	CHEVRON CORP	260 00	1,331 05	27,664 00
Savings & Temp In	028710	YY1001204	BLACKROCK INSTL FUNDS T-FUND #60	12,070 58	12,070 58	12,070 58
Savings & Temp In	028710	YY1001204	BLACKROCK INSTL FUNDS T-FUND #60	2,145 54	2,145 54	2,145 54
Invest - Other	028710	589509108	MERGER FD SH BEN INT #260	312 98	4,996 48	4,879 31
Invest - Other	028710	81369Y308	CONSUMER STAPLES SECTOR SPDR TR	281 00	7,472.52	9,129 69
Invest - Other	028710	81369Y605	AMEX FINANCIAL SELECT SPDR	814 00	12,463 94	10,582 00
Invest - Other	028710	81369Y100	AMEX MATERIALS SPDR	81.00	2,576 65	2,713 50
Invest - Other	028710	81369Y803	AMEX TECHNOLOGY SELECT SPDR	637 00	13,759 06	16,211 65
Invest - Other	028710	81369Y506	AMEX ENERGY SELECT SPDR	145 00	8,475 09	10,023 85
Invest - Other	028710	81369Y886	AMEX UTILITIES SPDR	32 00	968 28	1,151 36
Invest - Other	028710	464287804	ISHARES TR SMALLCAP 600 INDEX FD	341 00	19,444 61	23,290 30
Invest - Other	028710	464287705	ISHARES S&P MIDCAP 400 VALUE	105.00	8,205 47	7,977 90
Invest - Other	028710	464287507	ISHARES TR S & P MIDCAP 400 ID FD	91.00	6,028 75	7,972 51
Invest - Other	028710	464287606	ISHARES S&P MIDCAP 400 GROWTH	91 00	8,623 45	8,984 43
Invest - Other	028710	464287465	ISHARES MSCI EAFE	880 00	48,677 91	43,586 40
Invest - Other	028710	81369Y704	AMEX INDUSTRIAL SPDR	293 00	8,232 09	9,888 75
Invest - Other	028710	81369Y209	AMEX HEALTH CARE SPDR	306 00	9,164 93	10,615 14
Invest - Other	028710	81369Y407	AMEX CONSUMER DISCR SPDR	198 00	6,091 88	7,725 96
Invest - Other	028710	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	271 30	4,000 00	3,570 29
Invest - Other	028710	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	1,158 41	14,753 45	14,399 01
Invest - Other	028710	464287242	ISHARES IBOXX \$ INV GR CORP BD FD	4 00	427.76	455 04
Invest - Other	028710	880208400	TEMPLETON GLOBAL BOND FD-ADV #616	51 00	692.58	630 87
Invest - Other	028710	922908553	VANGUARD REIT VIPER	271 00	15,014 53	15,718 00
Invest - Other	028710	922042858	VANGUARD MSCI EMERGING MARKETS ETF	819 00	33,588 88	31,293 99
Invest - Other	028710	921937827	VANGUARD SHORT TERM BOND ETF	83 00	6,701 68	6,709 72
Invest - Other	028710	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	265 00	10,220 64	8,434 95
Invest - Other	028710	921937819	VANGUARD INTERMEDIATE TERM B	35 00	2,932 89	3,043 95
Invest - Other	028710	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	611 84	10,033 70	10,358 37
Invest - Other	028710	76628T645	RIDGEWORTH SEIX HY BD-I #5855	761 77	7,501 56	7,168 21
Invest - Other	028710	22544R305	CREDIT SUISSE COMM RT ST-CO #2156	1,392 18	12,737 44	11,388 02
Invest - Other	028710	123998007	CB RICHARD ELLIS REALTY TRUST	1,630 43	14,218 04	16,304 35
Invest - Other	028710	25537M100	DIVIDEND CAPITAL TOTAL REALTY TRUST	1,595 74	13,434 92	13,484 04
Invest - Corp Bond	028710	38143UCL3	MLN GOLDMAN SACHS GROUP INC 5/07/13	25,000 00	25,000 00	17,939 75
Cash	028710				45 81	45 81
					365656.41	478647.37