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

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

OMB No 1545-0052

2011**For calendar year 2011 or tax year beginning , and ending**

Name of foundation MR & MRS KIRK SWINGLE FOUNDATION 811349		A Employer identification number 94-2901783
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (888) 730-4933
Wells Fargo Bank - PO Box 63954 MAC A0348-012		
City or town, state, and ZIP code SAN FRANCISCO CA 94163		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☒ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization. ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,285,935	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 instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	63,253	61,893		
	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	111,527			
	b Gross sales price for all assets on line 6a	851,264			
	7 Capital gain net income (from Part IV, line 2)		111,527		
	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	174,780	173,420	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	31,358	23,519		7,840
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	2,540	0	0	2,540
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	12,515	1,519	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)	0	0	0	0
	24 Total operating and administrative expenses. Add lines 13 through 23	46,413	25,038	0	10,380
	25 Contributions, gifts, grants paid	110,000			110,000
26 Total expenses and disbursements. Add lines 24 and 25	156,413	25,038	0	120,380	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	18,367				
b Net investment income (if negative, enter -0-)		148,382			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

(HTA)

Form **990-PF** (2011)

Form 990-PF (2011) MR & MRS KIRK SWINGLE FOUNDATION 811349

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	0	0	
	2 Savings and temporary cash investments	120,973	102,052	102,052
	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)	0	0	0
	c Investments—corporate bonds (attach schedule)	0	0	0
	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)	2,059,209	2,095,253	2,183,883	
14 Land, buildings, and equipment, basis ▶	0			
Less accumulated depreciation (attach schedule) ▶	0	0	0	
15 Other assets (describe ▶ OTHER ASSETS)	10	0	0	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	2,180,192	2,197,305	2,285,935	
Liabilities	17 Accounts payable and accrued expenses	0	0	
	18 Grants payable			
	19 Deferred revenue	0	0	
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe ▶)	0	0	
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds	2,180,192	2,197,305	
	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)	2,180,192	2,197,305		
31 Total liabilities and net assets/fund balances (see instructions)	2,180,192	2,197,305		

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	2,180,192
2 Enter amount from Part I, line 27a	2	18,367
3 Other increases not included in line 2 (itemize) ▶ MUTUAL FUND AND CTF INCOME ADDITION	3	2,220
4 Add lines 1, 2, and 3	4	2,200,779
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	3,474
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,197,305

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	111,527
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	100,000	2,277,822	0.043902
2009	82,000	1,954,212	0.041961
2008	120,000	1,684,621	0.071233
2007	142,250	2,752,165	0.051687
2006	131,900	2,742,796	0.048090
2 Total of line 1, column (d)			2 0.256873
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 0.051375
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 2,461,873
5 Multiply line 4 by line 3			5 126,479
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,484
7 Add lines 5 and 6			7 127,963
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 120,380

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	2,968
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	2,968
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	2,968
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	5,863	
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	5,863	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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	2,895	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☐ 2,895 Refunded ☐ 0	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)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
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? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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 63954 MAC A0348-012 SAN FRANCISCO CA ZIP+4 ► 94163			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

6b X

☐ Yes ☒ No**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

7b N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. PO Box 63954 MAC A0348-012 SAN FRANCIS	Trustee	4.00 31,358	0	0
		.00 0	0	0
		.00 0	0	0
		.00 0	0	0
		.00 0	0	0

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

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

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

0

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

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

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	2,355,871
b	Average of monthly cash balances	1b	143,492
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,499,363
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	2,499,363
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	37,490
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,461,873
6	Minimum investment return. Enter 5% of line 5	6	123,094

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	123,094
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,968
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	2,968
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	120,126
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	120,126
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	120,126

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	120,380
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	120,380
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	120,380

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				120,126
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			104,580	
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 ▶ \$ 120,380				
a Applied to 2010, but not more than line 2a			104,580	
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				15,800
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				104,326
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 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 Paid during the year See Attached Statement				
Total			▶ 3a	110,000
b Approved for future payment NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1	Program service revenue					
a			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
f			0		0	0
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	63,253	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	111,527	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a		0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
12	Subtotal Add columns (b), (d), and (e)		0		174,780	0
13	Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations)				13	174,780

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

[illegible]

YEAR END STATEMENT

ACCOUNT: MR & MRS KIRK SWINGLE FOUNDATION 811349
ACCOUNT: 811349
EIN: 94-3080771
FYE: 12/31/2011

SECURITY	ACCOUNT NUMBER	CUSIP	ASSET NAME	UNITS	FED COST	FMV
Invest - Other	811349	999612906	TAXABLE SHORT-TERM BOND FUND	5648 1032	45931 85	45693 15
Invest - Other	811349	999708902	TAXABLE INTERMEDIATE TERM BD FD	11349 9414	110503 23	115428 9
Invest - Other	811349	991283912	TAXABLE TOTAL RETURN BOND FUND	15028 5445	105170 41	116170 65
Invest - Other	811349	140995127	CAPITAL PARTNERS CORE EQUITY FUND	11868 8292	127651 21	130557 12
Savings & Temp Ir	811349	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	59901 69	59901 69	59901 69
Savings & Temp Ir	811349	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	42150 01	42150 01	42150 01
Invest - Other	811349	589509108	MERGER FD SH BEN INT #260	2902 407	45567 79	45248 53
Invest - Other	811349	693390882	PIMCO FOREIGN BD FD USD H-INST #103	3870 605	41183 24	40951
Invest - Other	811349	81369Y308	CONSUMER STAPLES SECTOR SPDR TR	1216	33938 44	39507 84
Invest - Other	811349	81369Y605	AMEX FINANCIAL SELECT SPDR	3735	61727 28	48555
Invest - Other	811349	81369Y100	AMEX MATERIALS SPDR	186	6469 84	6231
Invest - Other	811349	81369Y803	AMEX TECHNOLOGY SELECT SPDR	2340	55729 44	59553
Invest - Other	811349	81369Y506	AMEX ENERGY SELECT SPDR	603	36477 58	41685 39
Invest - Other	811349	81369Y886	AMEX UTILITIES SPDR	134	4074 6	4821 32
Invest - Other	811349	464287804	ISHARES TR SMALLCAP 600 INDEX FD	2025	140435 43	138307 5
Invest - Other	811349	464287705	ISHARES S&P MIDCAP 400 VALUE	914	68916 75	69445 72
Invest - Other	811349	464287606	ISHARES S&P MIDCAP 400 GROWTH	725	66085 39	71579 25
Invest - Other	811349	464287465	ISHARES MSCI EAFE	5503	235771 43	272563 59
Invest - Other	811349	81369Y704	AMEX INDUSTRIAL SPDR	968	32309 7	32670
Invest - Other	811349	81369Y209	AMEX HEALTH CARE SPDR	985	30892 36	34169 65
Invest - Other	811349	81369Y407	AMEX CONSUMER DISCR SPDR	796	28312 84	31059 92
Invest - Other	811349	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	6574 336	96922 62	86518 26
Invest - Other	811349	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	7276 897	101482 26	90451 83
Invest - Other	811349	94985D582	WELLS FARGO ADV INTL BOND-IS #4705	3606 621	41259 74	40935 15
Invest - Other	811349	922908553	VANGUARD REIT VIPER	1549	52324 44	89842
Invest - Other	811349	922042858	VANGUARD MSCI EMERGING MARKETS ETF	4565	168032 67	174428 65
Invest - Other	811349	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	2560	76156 57	81484 8
Invest - Other	811349	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	3957 562	63281 42	67001 52
Invest - Other	811349	949917538	WELLS FARGO ADV HI INC-INS #3110	13616 915	97879 18	99403 48
Invest - Other	811349	22544R305	CREDIT SUISSE COMM RT ST-CO #2156	13400 733	120758 5	109618
Other Assets	811349	MIX081738	CA, YOL, 8N, 3E, S4/5/8/9, 1 00 MI	1	10	1
				<u>2,197,307.91 2,285,934.92</u>		

MR & MRS KIRK SWINGLE FOUNDATION 811349

94-2901783 Page 1 of 1

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

Name

MARCH OR DIMES FOUNDATION

Street

1787 TRIBUTE RD, SUITE E

City

SACRAMENTO

State

CA

Zip Code

95815

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

12,000

Name

ARTHRITIS FOUNDATION INC.

Street

PO BOX 7669

City

ATLANTA

State

GA

Zip Code

30357

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

12,000

Name

AMERICAN RED CROSS OF YOLO COUNTY

Street

PO BOX 1117

City

WOODLAND

State

CA

Zip Code

95695

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

12,000

Name

BREATHE CALIFORNIA OF SACRAMENTO

Street

909 12TH STREET

City

SACRAMENTO

State

CA

Zip Code

95814

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

19,000

Name

REGENTS OF THE UNIVERSITY OF CALIFORNIA

Street

1111 FRANKLIN STREET, 12TH FLOOR

City

OAKLAND

State

CA

Zip Code

94607

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

30,000

Name

LIGHHOUSE FOR THE BLIND AND VISUALLY IMPAIRED

Street

214 VAN NESS AVENUE

City

SAN FRANCISCO

State

CA

Zip Code

94102

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

25,000

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

										Amount					
Long Term CG Distributions										5,685					
Short Term CG Distributions										6,992					
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss	
1	X	CAPITAL PARTNERS CORE E	140995127			2/7/2011		12/30/2011	7,095	7,610				-515	
2	X	CREDIT SUISSE COMM RT ST	22544R305			11/23/2010		2/7/2011	10,006	9,519				487	
3	X	CREDIT SUISSE COMM RT ST	22544R305			11/23/2010		4/29/2011	4,769	4,203				566	
4	X	DIAMOND HILL LONG-SHORT	25264S833			5/4/2010		2/7/2011	2,363	2,239				124	
5	X	DIAMOND HILL LONG-SHORT	25264S833			5/3/2011		10/21/2011	940	987				-47	
6	X	DIAMOND HILL LONG-SHORT	25264S833			5/4/2010		10/21/2011	3,498	3,365				133	
7	X	DIAMOND HILL LONG-SHORT	25264S833			5/4/2010		12/27/2011	4,097	3,838				259	
8	X	DREYFUS EMG MKT DEBT LO	261980494			2/9/2011		4/29/2011	784	738				46	
9	X	HUSSMAN STRATEGIC GROW	448108100			2/19/2008		8/15/2011	9,375	11,664				-2,289	
10	X	HUSSMAN STRATEGIC GROW	448108100			2/7/2008		8/15/2011	379	469				-90	
11	X	HUSSMAN STRATEGIC GROW	448108100			2/7/2008		10/21/2011	3,445	4,193				-748	
12	X	ISHARES IBOX \$ INV GR CO	464287242			2/6/2009		2/7/2011	34,333	31,509				2,824	
13	X	ISHARES IBOX \$ INV GR CO	464287242			5/7/2009		2/7/2011	4,171	3,780				391	
14	X	ISHARES IBOX \$ INV GR CO	464287242			8/7/2009		2/7/2011	2,460	2,354				106	
15	X	ISHARES IBOX \$ INV GR CO	464287242			4/30/2010		2/7/2011	7,487	7,493				-6	
16	X	ISHARES MSCI EAFE	464287465			4/30/2010		2/7/2011	3,277	2,978				299	
17	X	ISHARES MSCI EAFE	464287465			12/22/2008		2/7/2011	6,129	4,389				1,740	
18	X	ISHARES MSCI EAFE	464287465			12/22/2008		4/29/2011	1,913	1,304				609	
19	X	ISHARES S&P MIDCAP 400 GR	464287606			12/22/2008		8/15/2011	18,130	14,689				3,441	
20	X	ISHARES S&P MIDCAP 400 GR	464287606			4/30/2010		2/7/2011	15,821	13,472				2,349	
21	X	ISHARES S&P MIDCAP 400 GR	464287606			4/30/2010		4/29/2011	4,095	3,233				862	
22	X	ISHARES S&P MIDCAP 400 GR	464287606			8/15/2011		10/21/2011	2,535	2,560				-25	
23	X	ISHARES S&P MIDCAP 400 VA	464287705			2/7/2011		4/29/2011	1,228	1,167				61	
24	X	ISHARES S&P MIDCAP 400 VA	464287705			2/7/2011		12/27/2011	844	917				-73	
25	X	ISHARES S&P MIDCAP 400 VA	464287705			4/30/2010		12/27/2011	5,832	5,793				39	
26	X	ISHARES TR SMALLCAP 600 I	464287804			2/7/2011		4/29/2011	4,981	4,665				316	
27	X	ISHARES TR SMALLCAP 600 I	464287804			2/7/2011		10/21/2011	2,760	3,039				-279	
28	X	ISHARES TR SMALLCAP 600 I	464287804			2/7/2011		12/27/2011	12,955	13,147				-192	
29	X	KEELEY SMALL CAP VAL FD	487300808			4/20/2009		2/7/2011	91,423	50,081				41,342	
30	X	MERGER FD SH BEN INT #260	589509108			2/9/2011		10/21/2011	99	100				-1	
31	X	MERGER FD SH BEN INT #260	589509108			5/3/2011		10/21/2011	1,018	1,043				-25	
32	X	MERGER FD SH BEN INT #260	589509108			5/4/2010		10/21/2011	2,485	2,459				26	
33	X	PIMCO FOREIGN BD FD USD	693390882			8/17/2011		10/21/2011	3,141	3,149				-8	
34	X	SPDR DJ WILSHIRE INTERNA	78463X863			5/2/2011		8/15/2011	19,174	21,761				-2,587	
35	X	AMEX MATERIALS SPDR	81369Y100			4/30/2010		2/7/2011	3,373	2,957				416	
36	X	AMEX MATERIALS SPDR	81369Y100			4/30/2010		4/29/2011	3,759	3,200				559	
37	X	AMEX MATERIALS SPDR	81369Y100			4/30/2010		10/21/2011	3,405	3,583				-178	
38	X	AMEX HEALTH CARE SPDR	81369Y209			4/30/2010		2/7/2011	9,851	9,566				285	
39	X	AMEX HEALTH CARE SPDR	81369Y209			4/29/2011		8/15/2011	796	883				-87	
40	X	AMEX HEALTH CARE SPDR	81369Y209			4/30/2010		8/15/2011	1,975	1,944				31	
41	X	AMEX HEALTH CARE SPDR	81369Y209			4/30/2010		10/21/2011	6,919	6,586				333	
42	X	CONSUMER STAPLES SECTO	81369Y308			4/30/2010		2/7/2011	4,395	4,186				209	
43	X	CONSUMER STAPLES SECTO	81369Y308			4/30/2010		4/29/2011	4,054	3,600				454	
44	X	AMEX CONSUMER DISCR SPI	81369Y407			4/30/2010		2/7/2011	2,110	1,956				154	
45	X	AMEX CONSUMER DISCR SPI	81369Y407			4/30/2010		4/29/2011	2,552	2,241				311	
46	X	AMEX CONSUMER DISCR SPI	81369Y407			4/30/2010		8/15/2011	2,722	2,668				54	
47	X	AMEX ENERGY SELECT SPDR	81369Y506			4/30/2010		2/7/2011	10,801	8,772				2,029	
48	X	AMEX ENERGY SELECT SPDR	81369Y506			4/29/2011		8/15/2011	3,552	4,126				-574	
49	X	AMEX ENERGY SELECT SPDR	81369Y506			4/30/2010		8/15/2011	683	605				78	
50	X	AMEX FINANCIAL SELECT SPI	81369Y605			4/30/2010		2/7/2011	7,444	7,356				88	
51	X	AMEX FINANCIAL SELECT SPI	81369Y605			4/29/2011		8/15/2011	2,666	3,384				-718	
Totals									739,737					111,527	
Securities									851,264					0	
Other sales									0					0	

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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Net Gain or Loss			
									Gross Sales		Cost, Other Basis and Expenses			Valuation Method	Depreciation	Net Gain or Loss
									Price	Other Basis	Basis and Expenses					
Long Term CG Distributions									Amount		739,737			111,527		
Short Term CG Distributions									5,685		851,264					
									6,992		0			0		
52	X	AMEX INDUSTRIAL SPDR	81369Y704			4/30/2010		2/7/2011	9,808	8,845			963			
53	X	AMEX INDUSTRIAL SPDR	81369Y704			4/29/2011		10/21/2011	1,132	1,354			-222			
54	X	AMEX INDUSTRIAL SPDR	81369Y704			4/30/2010		10/21/2011	6,176	6,375			-199			
55	X	AMEX TECHNOLOGY SELECT	81369Y803			4/30/2010		2/7/2011	9,112	8,097			1,015			
56	X	AMEX TECHNOLOGY SELECT	81369Y803			4/30/2010		4/29/2011	1,334	1,191			143			
57	X	AMEX TECHNOLOGY SELECT	81369Y803			4/30/2010		8/15/2011	7,776	7,597			179			
58	X	AMEX UTILITIES SPDR	81369Y886			4/30/2010		2/7/2011	1,274	1,216			58			
59	X	AMEX UTILITIES SPDR	81369Y886			4/30/2010		4/29/2011	958	882			76			
60	X	TEMPLETON GLOBAL BOND F	880208400			11/19/2007		2/7/2011	52,614	45,703			6,911			
61	X	TEMPLETON GLOBAL BOND F	880208400			10/17/2008		2/7/2011	2,625	2,123			502			
62	X	TEMPLETON GLOBAL BOND F	880208400			5/11/2009		2/7/2011	1,806	1,587			219			
63	X	TEMPLETON GLOBAL BOND F	880208400			8/11/2009		2/7/2011	42,809	38,386			4,423			
64	X	VANGUARD MSCI EMERGING M	922042858			2/7/2011		4/29/2011	7,288	6,805			483			
65	X	VANGUARD MSCI EMERGING M	922042858			4/30/2010		4/29/2011	201	171			30			
66	X	VANGUARD REIT VIPER	922908553			10/15/2008		2/7/2011	6,282	4,831			1,451			
67	X	VANGUARD REIT VIPER	922908553			1/20/2004		2/7/2011	12,850	9,618			3,232			
68	X	VANGUARD REIT VIPER	922908553			1/20/2004		4/29/2011	38,006	26,290			11,716			
69	X	VANGUARD REIT VIPER	922908553			1/20/2004		8/15/2011	11,667	8,914			2,753			
70	X	VANGUARD REIT VIPER	922908553			8/7/2009		8/15/2011	6,667	4,589			2,078			
71	X	VANGUARD REIT VIPER	922908553			8/7/2009		12/27/2011	11,333	7,388			3,945			
72	X	WELLS FARGO ADV INTL BON	94985D582			5/3/2011		8/15/2011	189	183			6			
73	X	WELLS FARGO ADV INTL BON	94985D582			2/9/2011		8/15/2011	61,700	56,740			4,960			
74	X	WELLS FARGO ADV HI INC-IN	949917538			10/25/2006		2/7/2011	5,496	5,616			-120			
75	X	WELLS FARGO ADV HI INC-IN	949917538			5/3/2011		8/15/2011	2,481	2,632			-151			
76	X	WELLS FARGO ADV HI INC-IN	949917538			10/25/2006		8/15/2011	252	270			-18			
77	X	WELLS FARGO ADV HI INC-IN	949917538			10/25/2006		12/27/2011	3,545	3,773			-228			
78	X	TAXABLE TOTAL RETURN BO	991283912			2/7/2011		4/29/2011	14,888	14,431			257			
79	X	TAXABLE TOTAL RETURN BO	991283912			2/7/2011		8/15/2011	25,562	24,644			918			
80	X	TAXABLE TOTAL RETURN BO	991283912			2/7/2011		10/21/2011	5,366	5,241			125			
81	X	TAXABLE SHORT-TERM BONI	991283912			10/20/2006		10/21/2011	2,996	2,749			247			
82	X	TAXABLE SHORT-TERM BONI	999612906			4/30/2010		2/7/2011	14,724	14,794			-70			
83	X	TAXABLE SHORT-TERM BONI	999612906			4/30/2010		4/29/2011	24,499	24,765			-266			
84	X	TAXABLE SHORT-TERM BONI	999612906			4/30/2010		8/15/2011	3,367	3,415			-48			
85	X	TAXABLE SHORT-TERM BONI	999612906			1/15/2004		8/15/2011	24,702	24,909			-207			
86	X	TAXABLE INTERMEDIATE TER	999708902			10/20/2006		2/7/2011	21,489	20,648			841			
87	X	TAXABLE INTERMEDIATE TER	999708902			4/29/2011		8/15/2011	24,013	23,703			310			
88	X	TAXABLE INTERMEDIATE TER	999708902			4/29/2011		10/21/2011	7,701	7,742			-41			

Line 16b (990-PF) - Accounting Fees

		2,540	0	0	2,540
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	2,540			2,540
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	5,133			
2	ESTIMATED EXCISE TAX PAID	5,863			
3	FOREIGN TAX WITHHELD	1,519	1,519		
4					
5					
6					
7					
8					
9					
10					
		12,515	1,519	0	0

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

	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	OTHER INVESTMENTS		2,059,209	2,095,253	2,183,883
2					
3					
4					
5					
6					
7					
8					
9					
10					

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	2,220
2	Total	2	2,220

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

1	COST BASIS ADJUSTMENT	1	674
2	MUTUAL FUND AND CTF INCOME SUBTRACTION	2	2,800
3	Total	3	3,474

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

Long Term CG Distributions		Amount		Totals		838,587		739,737		98,850		0		0		98,850	
Short Term CG Distributions		6,992															
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses				
1	CAPITAL PARTNERS CORE EQUITY FUND	140995127		2/7/2011	12/30/2011	7,095	0	7,610	-515			0	-515			-515	
2	CREDIT SUISSE COMM RT ST-CO #215622544R305			11/23/2010	2/7/2011	10,006	0	9,519	487			0	487			487	
3	CREDIT SUISSE COMM RT ST-CO #215622544R305			11/23/2010	4/29/2011	4,769	0	4,203	566			0	566			566	
4	DIAMOND HILL LONG-SHORT FD CL I # 25264S833			5/4/2010	2/7/2011	2,363	0	2,239	124			0	124			124	
5	DIAMOND HILL LONG-SHORT FD CL I # 25264S833			5/3/2011	10/21/2011	940	0	987	-47			0	-47			-47	
6	DIAMOND HILL LONG-SHORT FD CL I # 25264S833			5/4/2010	10/21/2011	3,498	0	3,365	133			0	133			133	
7	DIAMOND HILL LONG-SHORT FD CL I # 25264S833			5/4/2010	12/27/2011	4,097	0	3,838	259			0	259			259	
8	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		2/9/2011	4/29/2011	784	0	738	46			0	46			46	
9	HUSSMAN STRATEGIC GROWTH FUND	448108100		2/19/2008	8/15/2011	9,375	0	11,664	-2,289			0	-2,289			-2,289	
10	HUSSMAN STRATEGIC GROWTH FUND	448108100		2/7/2008	8/15/2011	379	0	469	-90			0	-90			-90	
11	HUSSMAN STRATEGIC GROWTH FUND	448108100		2/7/2008	10/21/2011	3,445	0	4,193	-748			0	-748			-748	
12	ISHARES BOXX \$ INV GR CORP BD FD	464287242		2/6/2009	2/7/2011	34,333	0	31,509	2,824			0	2,824			2,824	
13	ISHARES BOXX \$ INV GR CORP BD FD	464287242		5/7/2009	2/7/2011	4,171	0	3,780	391			0	391			391	
14	ISHARES BOXX \$ INV GR CORP BD FD	464287242		8/7/2009	2/7/2011	2,460	0	2,354	106			0	106			106	
15	ISHARES BOXX \$ INV GR CORP BD FD	464287242		4/30/2010	2/7/2011	7,487	0	7,493	-6			0	-6			-6	
16	ISHARES MSCI EAFE	464287465		4/30/2010	2/7/2011	3,277	0	2,978	299			0	299			299	
17	ISHARES MSCI EAFE	464287465		12/22/2008	2/7/2011	6,129	0	4,389	1,740			0	1,740			1,740	
18	ISHARES MSCI EAFE	464287465		12/22/2008	4/29/2011	1,913	0	1,304	609			0	609			609	
19	ISHARES MSCI EAFE	464287465		12/22/2008	8/15/2011	18,130	0	14,689	3,441			0	3,441			3,441	
20	ISHARES S&P MIDCAP 400 GROWTH	464287606		4/30/2010	2/7/2011	15,821	0	13,472	2,349			0	2,349			2,349	
21	ISHARES S&P MIDCAP 400 GROWTH	464287606		4/30/2010	4/29/2011	4,095	0	3,233	862			0	862			862	
22	ISHARES S&P MIDCAP 400 GROWTH	464287606		8/15/2011	10/21/2011	2,535	0	2,560	-25			0	-25			-25	
23	ISHARES S&P MIDCAP 400 VALUE	464287705		2/7/2011	4/29/2011	1,228	0	1,167	61			0	61			61	
24	ISHARES S&P MIDCAP 400 VALUE	464287705		2/7/2011	12/27/2011	844	0	917	-73			0	-73			-73	
25	ISHARES S&P MIDCAP 400 VALUE	464287705		4/30/2010	12/27/2011	5,832	0	5,793	39			0	39			39	
26	ISHARES TR SMALLCAP 600 INDEX FD	464287804		2/7/2011	4/29/2011	4,981	0	4,665	316			0	316			316	
27	ISHARES TR SMALLCAP 600 INDEX FD	464287804		2/7/2011	10/21/2011	2,760	0	3,039	-279			0	-279			-279	
28	ISHARES TR SMALLCAP 600 INDEX FD	464287804		2/7/2011	12/27/2011	12,955	0	13,147	-192			0	-192			-192	
29	KEELEY SMALL CAP VAL FD CL I #2251	487300808		4/20/2009	2/7/2011	91,423	0	50,081	41,342			0	41,342			41,342	
30	MERGER FD SH BEN INT #260	589509108		2/9/2011	10/21/2011	99	0	100	-1			0	-1			-1	
31	MERGER FD SH BEN INT #260	589509108		5/3/2011	10/21/2011	1,018	0	1,043	-25			0	-25			-25	
32	MERGER FD SH BEN INT #260	589509108		5/4/2010	10/21/2011	2,485	0	2,459	26			0	26			26	
33	PIMCO FOREIGN BD FD USD H-INST #16	693390862		8/17/2011	10/21/2011	3,141	0	3,149	-8			0	-8			-8	
34	SPDR DJ WILSHIRE INTERNATIONAL R	878463X863		5/2/2011	8/15/2011	19,174	0	21,761	-2,587			0	-2,587			-2,587	
35	AMEX MATERIALS SPDR	81369Y100		4/30/2010	2/7/2011	3,373	0	2,957	416			0	416			416	
36	AMEX MATERIALS SPDR	81369Y100		4/30/2010	4/29/2011	3,759	0	3,200	559			0	559			559	
37	AMEX MATERIALS SPDR	81369Y100		4/30/2010	10/21/2011	3,405	0	3,583	-178			0	-178			-178	
38	AMEX HEALTH CARE SPDR	81369Y209		4/30/2010	2/7/2011	9,851	0	9,566	285			0	285			285	
39	AMEX HEALTH CARE SPDR	81369Y209		4/29/2011	8/15/2011	796	0	883	-87			0	-87			-87	
40	AMEX HEALTH CARE SPDR	81369Y209		4/30/2010	8/15/2011	1,975	0	1,944	31			0	31			31	
41	AMEX HEALTH CARE SPDR	81369Y209		4/30/2010	10/21/2011	6,919	0	6,586	333			0	333			333	
42	CONSUMER STAPLES SECTOR SPDR	81369Y308		4/30/2010	2/7/2011	4,395	0	4,186	209			0	209			209	
43	CONSUMER STAPLES SECTOR SPDR	81369Y308		4/30/2010	4/29/2011	4,054	0	3,600	454			0	454			454	
44	AMEX CONSUMER DISCR SPDR	81369Y407		4/30/2010	2/7/2011	2,110	0	1,956	154			0	154			154	
45	AMEX CONSUMER DISCR SPDR	81369Y407		4/30/2010	4/29/2011	2,552	0	2,241	311			0	311			311	
46	AMEX CONSUMER DISCR SPDR	81369Y407		4/30/2010	8/15/2011	2,722	0	2,668	54			0	54			54	
47	AMEX ENERGY SELECT SPDR	81369Y506		4/30/2010	2/7/2011	10,801	0	8,772	2,029			0	2,029			2,029	
48	AMEX ENERGY SELECT SPDR	81369Y506		4/29/2011	8/15/2011	3,552	0	4,126	-574			0	-574			-574	
49	AMEX ENERGY SELECT SPDR	81369Y506		4/30/2010	8/15/2011	683	0	605	78			0	78			78	
50	AMEX FINANCIAL SELECT SPDR	81369Y605		4/30/2010	2/7/2011	7,444	0	7,356	88			0	88			88	
51	AMEX FINANCIAL SELECT SPDR	81369Y605		4/29/2011	8/15/2011	2,666	0	3,384	-718			0	-718			-718	
52	AMEX INDUSTRIAL SPDR	81369Y704		4/30/2010	2/7/2011	9,808	0	8,845	963			0	963			963	
53	AMEX INDUSTRIAL SPDR	81369Y704		4/29/2011	10/21/2011	1,132	0	1,354	-222			0	-222			-222	
54	AMEX INDUSTRIAL SPDR	81369Y704		4/30/2010	10/21/2011	6,176	0	6,375	-199			0	-199			-199	
55	AMEX TECHNOLOGY SELECT SPDR	81369Y803		4/30/2010	2/7/2011	9,112	0	8,097	1,015			0	1,015			1,015	
56	AMEX TECHNOLOGY SELECT SPDR	81369Y803		4/30/2010	4/29/2011	1,334	0	1,191	143			0	143			143	
57	AMEX TECHNOLOGY SELECT SPDR	81369Y803		4/30/2010	8/15/2011	7,776	0	7,597	179			0	179			179	
58	AMEX UTILITIES SPDR	81369Y886		4/30/2010	2/7/2011	1,274	0	1,216	58			0	58			58	

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	838,587	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	739,737	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	0	Gains Minus Excess of FMV Over Adjusted Basis or Losses	98,850
	Long Term CG Distributions	5,685																
	Short Term CG Distributions	6,992																
59	AMEX UTILITIES SPDR	81369Y886		4/30/2010	4/29/2011			958	0	882		76			0			98,850
60	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		11/19/2007	2/7/2011			52,614	0	45,703		6,911			0		6,911	
61	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		10/17/2008	2/7/2011			2,625	0	2,123		502			0		502	
62	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		5/11/2009	2/7/2011			1,806	0	1,587		219			0		219	
63	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		8/11/2009	2/7/2011			42,809	0	38,386		4,423			0		4,423	
64	VANGARD MSCI EMERGING MARKETS	922042858		2/7/2011	4/29/2011			7,288	0	6,805		483			0		483	
65	VANGARD MSCI EMERGING MARKETS	922042858		4/30/2010	4/29/2011			201	0	171		30			0		30	
66	VANGUARD REIT VIPER	922908553		10/15/2008	2/7/2011			6,282	0	4,831		1,451			0		1,451	
67	VANGUARD REIT VIPER	922908553		1/20/2004	2/7/2011			12,850	0	9,618		3,232			0		3,232	
68	VANGUARD REIT VIPER	922908553		1/20/2004	4/29/2011			38,006	0	26,290		11,716			0		11,716	
69	VANGUARD REIT VIPER	922908553		1/20/2004	8/15/2011			11,667	0	8,914		2,753			0		2,753	
70	VANGUARD REIT VIPER	922908553		8/7/2009	8/15/2011			6,667	0	4,589		2,078			0		2,078	
71	VANGUARD REIT VIPER	922908553		8/7/2009	12/27/2011			11,333	0	7,368		3,945			0		3,945	
72	WELLS FARGO ADV INTL BOND-IS #470	94985D582		5/3/2011	8/15/2011			189	0	183		6			0		6	
73	WELLS FARGO ADV INTL BOND-IS #470	94985D582		2/9/2011	8/15/2011			61,700	0	56,740		4,960			0		4,960	
74	WELLS FARGO ADV HI INC-INS #3110	949917538		10/25/2006	2/7/2011			5,496	0	5,616		-120			0		-120	
75	WELLS FARGO ADV HI INC-INS #3110	949917538		5/3/2011	8/15/2011			2,481	0	2,632		-151			0		-151	
76	WELLS FARGO ADV HI INC-INS #3110	949917538		10/25/2006	8/15/2011			252	0	270		-18			0		-18	
77	WELLS FARGO ADV HI INC-INS #3110	949917538		10/25/2006	12/27/2011			3,545	0	3,773		-228			0		-228	
78	TAXABLE TOTAL RETURN BOND FUND	991283912		2/7/2011	4/29/2011			14,688	0	14,431		257			0		257	
79	TAXABLE TOTAL RETURN BOND FUND	991283912		2/7/2011	8/15/2011			25,562	0	24,644		918			0		918	
80	TAXABLE TOTAL RETURN BOND FUND	991283912		2/7/2011	10/21/2011			5,366	0	5,241		125			0		125	
81	TAXABLE TOTAL RETURN BOND FUND	991283912		10/20/2006	10/21/2011			2,996	0	2,749		247			0		247	
82	TAXABLE SHORT-TERM BOND FUND	999612906		4/30/2010	2/7/2011			14,724	0	14,794		-70			0		-70	
83	TAXABLE SHORT-TERM BOND FUND	999612906		4/30/2010	4/29/2011			24,499	0	24,765		-266			0		-266	
84	TAXABLE SHORT-TERM BOND FUND	999612906		4/30/2010	8/15/2011			3,367	0	3,415		-48			0		-48	
85	TAXABLE SHORT-TERM BOND FUND	999612906		1/15/2004	8/15/2011			24,702	0	24,909		-207			0		-207	
86	TAXABLE INTERMEDIATE TERM BD FD	999708902		10/20/2006	2/7/2011			21,489	0	20,648		841			0		841	
87	TAXABLE INTERMEDIATE TERM BD FD	999708902		4/29/2011	8/15/2011			24,013	0	23,703		310			0		310	
88	TAXABLE INTERMEDIATE TERM BD FD	999708902		4/29/2011	10/21/2011			7,701	0	7,742		-41			0		-41	

[illegible]

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

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment		2	
3 Second quarter estimated tax payment	5/10/2011	3	5,863
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	0
7 Total		7	5,863

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	104,580
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	104,580