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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

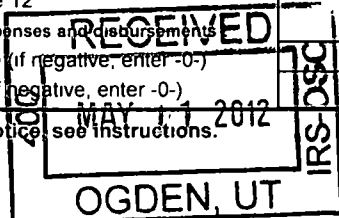
Name of foundation KANITZ, LOUIS J & GOLDA I MAIN AC		A Employer identification number 94-6665743
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A - PO Box 63954 MAC A0348-012	Room/suite	B Telephone number (see instructions) (888) 730-4933
City or 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) \$ 5,238,677	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	143,650	142,932		
	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	653,477			
	b Gross sales price for all assets on line 6a	4,452,058			
	7 Capital gain net income (from Part IV, line 2)		653,477		
	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	797,127	796,409	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	42,187	31,640		10,547
	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)	1,404	0	0	1,404
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	7,562	4,274	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)	38	28	0	10
	24 Total operating and administrative expenses. Add lines 13 through 23	51,191	35,942	0	11,961
	25 Contributions, gifts, grants paid	245,870			245,870
26 Total expenses and disbursements. Add lines 24 and 25	297,061	35,942	0	257,831	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	500,066				
b Net investment income (if negative, enter -0-)		760,467			
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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing		925	1,797	1,797
	2	Savings and temporary cash investments		196,827	267,445	267,445
	3	Accounts receivable	0			
		Less allowance for doubtful accounts	0	0	0	0
	4	Pledges receivable	0			
		Less allowance for doubtful accounts	0	0	0	0
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0	
	7	Other notes and loans receivable (attach schedule)	0			
		Less allowance for doubtful accounts	0	0	0	0
	8	Inventories for sale or use	0	0		
	9	Prepaid expenses and deferred charges		0		
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0	
	b	Investments—corporate stock (attach schedule)	2,289,012	0	0	
	c	Investments—corporate bonds (attach schedule)	1,700,372	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)	475,312	4,902,190	4,969,435	
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)	4,662,448	5,171,432	5,238,677	
17		Accounts payable and accrued expenses	0	0		
18		Grants payable				
Net Assets or Fund Balances	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		
		Foundations that follow SFAS 117, check here ☐				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ☒				
27	Capital stock, trust principal, or current funds	4,662,448	5,171,432			
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)	4,662,448	5,171,432			
31	Total liabilities and net assets/fund balances (see instructions)	4,662,448	5,171,432			

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	4,662,448
2	Enter amount from Part I, line 27a	2	500,066
3	Other increases not included in line 2 (itemize) <u>See Attached Statement</u>	3	14,680
4	Add lines 1, 2, and 3	4	5,177,194
5	Decreases not included in line 2 (itemize) <u>MUTUAL FUND & CTF INCOME SUB</u>	5	5,762
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,171,432

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	0
b 0	0	0	0
c 0	0	0	0
d 0	0	0	0
e 0	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	0
b 0	0	0	0
c 0	0	0	0
d 0	0	0	0
e 0	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	653,477
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	230,654	5,122,014	0.045032
2009	474,959	4,685,589	0.101366
2008	302,643	5,598,879	0.054054
2007	310,438	6,332,227	0.049025
2006	263,061	5,951,788	0.044199

2 Total of line 1, column (d)	2	0.293676
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	0.058735
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	5,529,965
5 Multiply line 4 by line 3	5	324,802
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,605
7 Add lines 5 and 6	7	332,407
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	257,831

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	15,209
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3 Add lines 1 and 2	3	15,209
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	15,209
6 Credits/Payments		
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,169
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	2,169
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	13,040
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ 0 Refunded ☐	11	0

Part VII-A Statements Regarding Activities

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

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

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

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

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ 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 63954 MAC A0348-012 SAN FRANCIS	Trustee 4 00	42,187	0	0
-----	00	0	0	0
-----	00	0	0	0
-----	00	0	0	0

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

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

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

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

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

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

**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	5,405,594
b	Average of monthly cash balances	1b	208,584
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	5,614,178
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	5,614,178
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	84,213
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,529,965
6	Minimum investment return. Enter 5% of line 5	6	276,498

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	276,498
2a	Tax on investment income for 2011 from Part VI, line 5	2a	15,209
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	15,209
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	261,289
4	Recoveries of amounts treated as qualifying distributions	4	4,581
5	Add lines 3 and 4	5	265,870
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	265,870

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	257,831
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	257,831
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	257,831

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				265,870
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			164,139	
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 ▶ \$ 257,831				
a Applied to 2010, but not more than line 2a			164,139	
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				93,692
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				172,178
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)

NTA

- 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

[illegible]

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total			▶ 3a	245,870
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) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	143,650	
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	653,477	
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		797,127	0
13 Total. Add line 12, columns (b), (d), and (e)					13	797,127

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Security Code	Security Description	Security Category	Account #	CUSIP	Asset Name	Units	FMV	Fed Cost
		Cash	132720	YY1001204	BLACKROCK INSTL FUNDS T-FUND #60	189,983.5	1,797	1,797
		Savings & Temp Inv	132720	YY1001204	BLACKROCK INSTL FUNDS T-FUND #60	306,332.94	30,633	30,633
							222,414	222,414
1	Common Stock	Invest - Corp Stock	132720	001055102	AFAC INC	304	13,151	10,691
1	Common Stock	Invest - Corp Stock	132720	002824100	ABBOTT LABS	422	23,729	20,015
1	Common Stock	Invest - Corp Stock	132720	008252108	AFFILIATED MANAGERS GROUP INC COM	230	22,069	20,126
1	Common Stock	Invest - Corp Stock	132720	037411105	APACHE CORP	118	10,688	10,292
1	Common Stock	Invest - Corp Stock	132720	037833100	APPLE INC	87	35,235	11,401
1	Common Stock	Invest - Corp Stock	132720	057224107	BAKER HUGHES INC COM	322	15,662	22,369
1	Common Stock	Invest - Corp Stock	132720	097023105	BOEING CO	196	14,377	12,489
1	Common Stock	Invest - Corp Stock	132720	126650100	CVS/CAREMARK CORPORATION	544	22,184	7,605
1	Common Stock	Invest - Corp Stock	132720	140401105	CAPITAL ONE FINANCIAL CORP	292	12,349	12,667
1	Common Stock	Invest - Corp Stock	132720	17275R102	CISCO SYSTEMS INC	923	16,688	15,073
1	Common Stock	Invest - Corp Stock	132720	252430205	DIAGEO PLC - ADR	174	15,211	12,500
1	Common Stock	Invest - Corp Stock	132720	254687106	WALT DISNEY CO	498	18,675	13,108
1	Common Stock	Invest - Corp Stock	132720	266648102	E M C CORP MASS	575	12,386	7,711
1	Common Stock	Invest - Corp Stock	132720	375558103	GILEAD SCIENCES INC	288	10,969	10,441
1	Common Stock	Invest - Corp Stock	132720	428236103	HEWLETT PACKARD CO	500	12,880	24,075
1	Common Stock	Invest - Corp Stock	132720	458140100	INTEL CORP	675	16,369	970
1	Common Stock	Invest - Corp Stock	132720	478366107	JOHNSON CONTROLS INC	312	9,753	9,045
1	Common Stock	Invest - Corp Stock	132720	594918104	MICROSOFT CORP	496	12,876	1,442
1	Common Stock	Invest - Corp Stock	132720	641069406	NESTLE SA REGISTERED SHARES - ADR	279	16,101	8,593
1	Common Stock	Invest - Corp Stock	132720	669871109	NOVARTIS AG - ADR	200	11,434	11,210
1	Common Stock	Invest - Corp Stock	132720	66369X105	ORACLE CORPORATION	540	13,851	16,421
1	Common Stock	Invest - Corp Stock	132720	806857108	SCHLUMBERGER LTD	196	13,389	12,250
1	Common Stock	Invest - Corp Stock	132720	872540109	TUX COS INC NEW	270	17,429	15,760
1	Common Stock	Invest - Corp Stock	132720	881624209	TEVA PHARMACEUTICAL INDUSTRIES - ADR	310	12,512	14,189
1	Common Stock	Invest - Corp Stock	132720	883556102	THERMO FISHER SCIENTIFIC INC	283	12,727	12,619
1	Common Stock	Invest - Corp Stock	132720	907818108	UNION PACIFIC CORP	240	25,426	20,865
1	Common Stock	Invest - Corp Stock	132720	98141G104	GOLDMAN SACHS GROUP INC	105	9,495	10,767
1	Common Stock	Invest - Corp Stock	132720	911312106	UNITED PARCEL SERVICE-CL B	196	14,345	12,705
1	Common Stock	Invest - Corp Stock	132720	87612E106	TARGET CORP	400	20,488	15,924
1	Common Stock	Invest - Corp Stock	132720	91324P102	UNITEDHEALTH GROUP INC	353	17,890	18,194
1	Common Stock	Invest - Corp Stock	132720	086060108	BJP BILLION LIMITED - ADR	179	12,643	12,952
1	Common Stock	Invest - Corp Stock	132720	09625H100	JPMORGAN CHASE & CO	543	18,055	21,348
1	Common Stock	Invest - Corp Stock	132720	902973304	US BANCORP DEL NEW	597	16,149	14,728
1	Common Stock	Invest - Corp Stock	132720	03524A108	ANHEUSER-BUSCH INBEV SPN ADR	338	20,615	18,986
1	Common Stock	Invest - Corp Stock	132720	G24140108	COOPER INDUSTRIES PLC NEW IRELAND	183	9,909	7,525
1	Common Stock	Invest - Corp Stock	132720	166764100	CHEVRON CORP	205	21,812	7,373
1	Common Stock	Invest - Corp Stock	132720	88579Y101	3M CO	196	16,019	15,215
1	Common Stock	Invest - Corp Stock	132720	084670702	BERKSHIRE HATHAWAY INC	226	17,244	18,579
1	Common Stock	Invest - Corp Stock	132720	20825C104	CONOCOPHILLIPS	165	12,024	11,075
1	Common Stock	Invest - Corp Stock	132720	20030N101	COMCAST CORP CLASS A	675	16,004	11,799
1	Common Stock	Invest - Corp Stock	132720	92857W209	VODAFONE GROUP PLC NEW ADR	299	13,237	11,917
1	Common Stock	Invest - Other	132720	595509108	MERGER FD SH BEN INT #260	462	12,950	12,397
34	Mutual Fund	Invest - Other	132720	693390882	PIMCO FOREIGN BD FD USD H-INST #103	6368.118	99,279	100,516
34	Mutual Fund	Invest - Other	132720	464287804	ISHARES TR SMALLCAP 600 INDEX FD	14964.61	158,326	158,924
34	Mutual Fund	Invest - Other	132720	464287705	ISHARES S&P MIDCAP 400 VALUE	4207	287,338	284,273
34	Mutual Fund	Invest - Other	132720	464287200	ISHARES S & P 500 INDEX FUND	1916	145,578	134,834
34	Mutual Fund	Invest - Other	132720	51855Q655	LAUDUS MONDRIAN INTL FL-INST #2940	1587	199,899	189,985
34	Mutual Fund	Invest - Other	132720	464287606	ISHARES S&P MIDCAP 400 GROWTH	13208.3	152,952	162,990
34	Mutual Fund	Invest - Other	132720	464287465	ISHARES MSCI EAFE	1350	133,286	131,604
34	Mutual Fund	Invest - Other	132720	246108094	DREYFUS EMC MKT DEBT LOC C-I #6083	10341	512,190	544,183
34	Mutual Fund	Invest - Other	132720	261980494	HUSSMAN STRATEGIC GROWTH FUND #601	10760	141,602	145,475
34	Mutual Fund	Invest - Other	132720	448108100	VANGUARD REIT VIPER	15150.66	188,323	197,413
34	Mutual Fund	Invest - Other	132720	922908553	VANGUARD MSCI EMERGING MARKETS ETF	3396	196,968	182,511
34	Mutual Fund	Invest - Other	132720	922042858	VANGUARD SHORT TERM BOND ETF	7019	268,196	273,579
34	Mutual Fund	Invest - Other	132720	921937827	VANGUARD DJ WILSHIRE INTERNATIONAL REAL	9040	730,794	736,668
34	Mutual Fund	Invest - Other	132720	78463X863	VANGUARD INTERMEDIATE TERM B	5173	164,657	200,353
34	Mutual Fund	Invest - Other	132720	921937819	DIAMOND HILL LONG-SHORT FD CL I #11	311.614	311,614	313,477
34	Mutual Fund	Invest - Other	132720	25264S833	RIDGEWORTH SEIX HY BD-I #5855	6415.027	108,606	100,917
34	Mutual Fund	Invest - Other	132720	76628T645	CREDIT SUISSE COMM RT ST-CO #2156	28483.08	268,026	262,044
34	Mutual Fund	Invest - Other	132720	22544R305		28705.3	234,809	247,052
22	Money Market Fund						4,969,435	4,902,190

Security Code	Security Description	Security Category	Account #	CUSIP	Asset Name	Units	FMV	Fed Cost
22	Money Market Fund	Savings & Temp Inv	132629	YY1001204	BLACKROCK INSTL FUNDS T-FUND #60	48655.41	46,655	46,655
22	Money Market Fund	Savings & Temp Inv	132629	YY1001204	BLACKROCK INSTL FUNDS T-FUND #60	172.3	172	172
							46,828	46,828

KANITZ, LOUIS J. & GOLDA I MAIN AC

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

Name

BAKER COLLEGE

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,489

Name

UNIVERSITY OF MICHIGAN

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

SCHOLARSHIP

Amount

12,500

Name

CENTRAL MICHIGAN UNIVERSITY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

SCHOLARSHIP

Amount

2,500

Name

WESTERN MICHIGAN UNIVERSITY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

SCHOLARSHIP

Amount

8,250

Name

MUSKEGON COMMUNITY COLLEGE

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

SCHOLARSHIP

Amount

10,250

Name

HOWARD UNIVERSITY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,000

KANITZ, LOUIS J. & GOLDA I MAIN AC

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

Recipient(s) paid during the year

Name

MICHIGAN STATE UNIVERSITY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

SCHOLARSHIP

Amount

7,500

Name

WAYNE STATE UNIVERSITY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

SCHOLARSHIP

Amount

2,125

Name

KALAMAZOO COLLEGE

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Name

KANSAS STATE UNIVERSITY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Name

GRAND VALLEY STATE UNIVERSITY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

SCHOLARSHIP

Amount

11,000

Name

TENNESSEE STATE UNIVERSITY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,125

KANITZ, LOUIS J & GOLDA I MAIN AC

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

Name

COASTAL CAROLINA COMMUNITY COLLEGE

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,000

Name

UNIVERSITY OF WISCONSIN-WHITEWATER

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,000

Name

SAGINAW VALLEY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,125

Name

NUVO COLLEGE OF COSMETOLOGY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,125

Name

MUSKEGON HIGH SCHOOL

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

8,009

Name

ST ANTHONY'S HIGH SCHOOL

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

8,009

KANITZ, LOUIS J & GOLDA I MAIN AC

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

Name

GREATER MUSKEGON CATHOLIC SCHOOLS

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

8,009

Name

ARCHBISHOP OF THE ARCHDIOCESE OF LA

Street

3424 WILSHIRE BLVD

City

LOS ANGELES

State

CA

Zip Code

90010-2241

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

78,424

Name

DIOCESE OF GRAND RAPIDS

Street

360 DIVISION AVE SOUTH

City

GRAND RAPIDS

State

MI

Zip Code

49503

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

78,430

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals			
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements
Long Term CG Distributions									4,452,058	3,798,581		653,477
Short Term CG Distributions									0	0		0
Amount									8,375	0		0
1	X	CVS/CAREMARK CORPORATI	126650100			7/24/2003		9/27/2011	36,980	14,763		22,217
2	X	CARNIVAL CORP	143658300			8/12/2003		9/27/2011	9,873	10,185		-312
3	X	CARNIVAL CORP	143658300			10/9/2002		9/27/2011	22,181	15,608		6,573
4	X	CARNIVAL CORP	143658300			10/9/2002		12/1/2011	7,464	5,234		2,230
5	X	CHEVRON CORP	166764100			7/22/2002		9/27/2011	28,030	10,610		17,420
6	X	COMCAST CORP CLASS A	20030N101			1/6/2006		9/27/2011	19,269	15,039		4,230
7	X	COMCAST CORP CLASS A	20030N101			2/13/2006		9/27/2011	25,503	19,665		5,838
8	X	CONOCOPHILLIPS	20825C104			5/3/2006		9/27/2011	28,396	29,197		-801
9	X	DIAGEO PLC - ADR	25243Q205			3/19/2008		9/27/2011	18,046	18,032		14
10	X	DIAMOND HILL LONG-SHORT	25264S833			11/17/2010		12/22/2011	5,926	5,518		408
11	X	WALT DISNEY CO	254687106			2/13/2006		9/27/2011	17,396	14,395		3,001
12	X	WALT DISNEY CO	254687106			1/6/2006		9/27/2011	15,372	11,828		3,544
13	X	E M C CORP MASS	268648102			2/6/2006		9/27/2011	26,937	16,427		10,510
14	X	ECOLAB INC	278865100			3/19/2008		9/27/2011	15,471	13,246		2,225
15	X	ECOLAB INC	278865100			11/2/2009		9/27/2011	15,471	13,206		2,265
16	X	FISERV INC	337738108			3/17/2010		9/27/2011	31,628	30,833		795
17	X	ISHARES TR MSCI EMERGIN	464287234			8/31/2006		9/27/2011	68,615	58,566		10,049
18	X	ISHARES TR MSCI EMERGIN	464287234			10/4/2006		9/27/2011	80,050	67,137		12,913
19	X	ISHARES IBOX \$ INV GR CO	464287242			5/31/2006		9/27/2011	302,753	281,934		20,819
20	X	ISHARES IBOX \$ INV GR CO	464287242			7/8/2009		9/27/2011	225,271	200,960		24,311
21	X	ISHARES TR S & P MIDCAP 40	464287507			3/15/2006		9/27/2011	46,013	42,754		3,259
22	X	ISHARES TR S & P MIDCAP 40	464287507			3/17/2006		9/27/2011	167,321	157,150		10,171
23	X	ISHARES TR S & P MIDCAP 40	464287507			5/12/2006		9/27/2011	37,647	35,701		1,946
24	X	ISHARES TR S & P MIDCAP 40	464287507			5/15/2006		9/27/2011	20,915	19,579		1,336
25	X	ISHARES TR S & P MIDCAP 40	464287507			8/29/2006		9/27/2011	33,464	29,750		3,714
26	X	ISHARES TR S & P MIDCAP 40	464287507			10/4/2006		9/27/2011	12,549	11,284		1,265
27	X	ISHARES S&P MIDCAP 400 GF	464287606			9/27/2011		12/22/2011	8,995	8,871		124
28	X	ISHARES TR SMALLCAP 600 I	464287804			9/27/2011		12/22/2011	14,335	13,066		1,269
29	X	JOHNSON & JOHNSON	478160104			8/19/1992		9/27/2011	51,435	10,216		41,219
30	X	KEELEY SMALL CAP VAL FD C	487300808			7/8/2009		9/27/2011	174,214	121,000		53,214
31	X	ABBOTT LABS	002824100			10/26/2006		9/27/2011	15,472	14,301		1,171
32	X	ABBOTT LABS	002824100			7/25/2006		9/27/2011	4,023	3,700		323
33	X	APPLE INC	037833100			1/25/2008		9/27/2011	82,699	26,734		55,965
34	X	APPLE INC	037833100			1/25/2008		9/28/2011	3,593	1,179		2,414
35	X	ARTISAN INTERNATIONAL FU	04314H204			7/8/2009		9/27/2011	304,054	250,000		54,054
36	X	ARTISAN INTERNATIONAL FU	04314H204			11/5/2009		9/27/2011	143,546	150,000		-6,454
37	X	AVANONBAY CMNTY'S INC	053484101			7/8/2009		9/27/2011	113,348	49,629		63,719
38	X	BAKER HUGHES INC COM	057224107			4/11/2007		9/27/2011	22,491	29,733		-7,242
39	X	BANK NEW YORK MELLON CO	064058100			3/24/2006		9/27/2011	5,826	10,994		-5,168
40	X	BANK NEW YORK MELLON CO	064058100			3/24/2006		10/12/2011	4,091	7,795		-3,704
41	X	BANK NEW YORK MELLON CO	064058100			4/17/2006		10/12/2011	4,613	8,692		-4,079
42	X	BERKSHIRE HATHAWAY INC	084670702			3/17/2010		9/27/2011	5,398	6,084		-686
43	X	CVS/CAREMARK CORPORATI	126650100			1/4/2007		9/27/2011	3,502	3,085		417
44	X	KRAFT FOODS INC	50075N104			9/27/2011		12/8/2011	11,375	11,068		307
45	X	L-3 COMMUNICATIONS CORP	502424104			5/1/2006		8/26/2011	9,486	12,532		-3,046
46	X	L-3 COMMUNICATIONS CORP	502424104			5/25/2006		12/22/2011	31,619	38,885		-7,266
47	X	MERGER FD SH BEN INT #260	589509108			11/17/2010		9/27/2011	6,472	6,460		12
48	X	MICROSOFT CORP	594918104			6/15/1993		9/27/2011	23,341	2,627		20,714
49	X	NESTLE S A REGISTERED SH	641069406			5/1/2006		9/27/2011	33,065	18,357		14,708
50	X	NOVARTIS AG - ADR	66987V109			5/30/2007		9/27/2011	16,758	16,815		-57
51	X	PIMCO FOREIGN BD FD USD	693390882			9/29/2011		12/22/2011	9,583	9,547		36

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 or Other Basis	Valuation Method		Expense of Sale and Cost of Improvements	Depreciation	
									Price							
Long Term CG Distributions									Amount		8,375		0		0	
Short Term CG Distributions									Amount		0		0		0	
52	X	PRINCIPAL PREFERRED SEC	74253Q416			7/8/2009		9/27/2011	121,705	100,000					21,705	
53	X	PUBLIC STORAGE INC COM	74460D109			7/8/2009		9/27/2011	88,869	48,633					40,236	
54	X	T ROWE PRICE SHORT TERM	77957P105			7/8/2009		9/27/2011	506,289	500,000					6,289	
55	X	SCHLUMBERGER LTD	806857108			3/19/2008		9/27/2011	19,458	24,534					-5,076	
56	X	SCHLUMBERGER LTD	806857108			11/2/2009		9/27/2011	1,621	1,562					59	
57	X	TEMPLETON GLOBAL BOND F	880208400			1/28/2008		9/27/2011	93,369	85,000					8,369	
58	X	TEMPLETON GLOBAL BOND F	880208400			7/8/2009		9/27/2011	108,729	100,000					8,729	
59	X	THERMO FISHER SCIENTIFIC	883556102			11/2/2009		9/27/2011	13,502	11,370					2,132	
60	X	TRAVELERS COMPANIES, INC	89417E109			11/5/2002		9/27/2011	12,590	8,342					4,248	
61	X	TRAVELERS COMPANIES, INC	89417E109			1/28/2003		9/27/2011	15,108	9,402					5,706	
62	X	UNITEDHEALTH GROUP INC	91324P102			7/23/2007		9/27/2011	19,938	20,461					-523	
63	X	VANGUARD INTERMEDIATE T	921937819			9/27/2011		12/22/2011	20,697	20,648					49	
64	X	VANGUARD SHORT TERM BO	921937827			9/27/2011		12/22/2011	50,955	51,094					-139	
65	X	VISA INC-CLASS A SHRS	92826C839			11/2/2009		9/27/2011	27,417	23,085					4,332	
66	X	VODAFONE GROUP PLC NEW	92857W209			5/2/2006		9/27/2011	12,403	12,746					-343	
67	X	COOPER INDUSTRIES PLC NE	G24140108			4/9/2008		9/27/2011	35,799	29,484					6,315	
68	X	GENERAL ELECTRIC CO	369604103			2/2/1990		9/27/2011	18,354	6,023					12,331	
69	X	GOLDMAN SACHS GRTH OPP	38142Y401			11/17/2010		9/27/2011	47,720	50,000					-2,280	
70	X	HUSSMAN STRATEGIC GROV	448108100			9/29/2011		12/22/2011	19,969	20,783					-814	
71	X	INTEL CORP	458140100			7/31/1991		9/27/2011	22,219	1,402					20,817	
72	X	IRON MOUNTAIN INC	462846106			5/10/2006		8/26/2011	13,875	11,209					2,666	
73	X	IRON MOUNTAIN INC	462846106			5/12/2006		8/26/2011	30,063	24,908					5,155	
74	X	IRON MOUNTAIN INC	462846106			10/25/2006		8/26/2011	3,083	2,806					277	
75	X	ISHARES S & P 500 INDEX FU	464287200			9/27/2011		12/22/2011	12,311	11,732					579	
76	X	ISHARES BARCLAYS AGGRE	464287226			5/31/2006		9/27/2011	372,640	334,390					38,250	
77	X	ISHARES BARCLAYS AGGRE	464287226			7/20/2006		9/27/2011	109,600	98,098					11,512	
78	X	ISHARES TR MSCI EMERGING	464287234			3/17/2006		9/27/2011	11,436	9,803					1,633	
79	X	ISHARES TR MSCI EMERGING	464287234			3/20/2006		9/27/2011	17,154	14,792					2,362	
80	X	ISHARES TR MSCI EMERGING	464287234			3/24/2006		9/27/2011	8,577	7,363					1,214	
81	X	ISHARES TR MSCI EMERGING	464287234			3/27/2006		9/27/2011	34,307	29,550					4,757	
82	X	ISHARES TR MSCI EMERGING	464287234			5/10/2006		9/27/2011	22,872	22,200					672	
83	X	ISHARES TR MSCI EMERGING	464287234			5/15/2006		9/27/2011	21,728	19,200					2,528	
84	X	GATEWAY FUND - Y #1986	367829884			3/17/2010		9/27/2011	107,451	108,000					-549	

Line 16b (990-PF) - Accounting Fees

		1,404	0	0	1,404
	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	1,404			1,404
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		7,562	4,274	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	1,119			
2	ESTIMATED EXCISE TAX PAID	2,169			
3	FOREIGN TAX WITHHELD	4,274	4,274		
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		38	28	0	10
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	TRUSTEE FEES				
2	ADR FEES	28	28		
3	STATE AG FEES	10			10
4					
5					
6					
7					
8					
9					

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

				2,289,012	0	0	0
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year	
1			2,289,012				
2							
3							
4							
5							
6							
7							
8							
9							
10							

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

	Description	Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1				1,700,372		0	0
2				1,700,372			
3							
4							
5							
6							
7							
8							
9							
10							

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

	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			475,312	4,902,190	4,969,435
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	COST BASIS ADJ	1	3,619
2	MUTUAL FUND & CTF INCOME ADD	2	6,480
3	RETURN OF SCHOLARSHIPS	3	4,581
4	Total	4	14,680

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

1	MUTUAL FUND & CTF INCOME SUB	1	5,762
2	Total	2	5,762

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

Long Term CG Distributions										Amount				
Short Term CG Distributions										8,375	0			
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	4,443,683	0	3,798,581	645,102	0	0	Gains Minus Excess of FMV Over Adjusted Basis or Losses	
							Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	
1	CVS/CAREMARK CORPORATION	126650100		7/24/2003	9/27/2011		36,980	0	14,763	22,217			0	22,217
2	CARNIVAL CORP	143658300		8/12/2003	9/27/2011		9,873	0	10,185	-312			0	-312
3	CARNIVAL CORP	143658300		10/9/2002	9/27/2011		22,181	0	15,608	6,573			0	6,573
4	CARNIVAL CORP	143658300		10/9/2002	12/1/2011		7,464	0	5,234	2,230			0	2,230
5	CHEVRON CORP	166764100		7/22/2002	9/27/2011		28,030	0	10,610	17,420			0	17,420
6	COMCAST CORP CLASS A	20030N101		1/6/2006	9/27/2011		19,269	0	15,039	4,230			0	4,230
7	COMCAST CORP CLASS A	20030N101		2/13/2006	9/27/2011		25,503	0	19,665	5,838			0	5,838
8	CONOCOPHILLIPS	20825C104		5/3/2006	9/27/2011		28,396	0	29,197	-801			0	-801
9	DIAGEO PLC - ADR	25243Q205		3/19/2008	9/27/2011		18,046	0	18,032	14		14	0	14
10	DIAMOND HILL LONG-SHORT FD CL I #12526A5833			11/17/2010	12/22/2011		5,926	0	5,518	408			0	408
11	WALT DISNEY CO	254687106		2/13/2006	9/27/2011		17,396	0	14,395	3,001			0	3,001
12	WALT DISNEY CO	254687106		1/6/2006	9/27/2011		15,372	0	11,828	3,544			0	3,544
13	E M C CORP MASS	268648102		2/6/2006	9/27/2011		26,937	0	16,427	10,510			0	10,510
14	ECOLAB INC	278865100		3/19/2008	9/27/2011		15,471	0	13,246	2,225			0	2,225
15	ECOLAB INC	278865100		11/2/2009	9/27/2011		15,471	0	13,206	2,265			0	2,265
16	FISERV INC	337738108		3/17/2010	9/27/2011		31,628	0	30,833	795			0	795
17	ISHARES TR MSCI EMERGING MARKET	464287234		8/31/2006	9/27/2011		68,615	0	58,566	10,049			0	10,049
18	ISHARES TR MSCI EMERGING MARKET	464287234		10/4/2006	9/27/2011		80,050	0	67,137	12,913			0	12,913
19	ISHARES IBOX \$ INV GR CORP BD FD	464287242		5/31/2006	9/27/2011		302,753	0	281,934	20,819			0	20,819
20	ISHARES IBOX \$ INV GR CORP BD FD	464287242		7/8/2009	9/27/2011		225,271	0	200,960	24,311			0	24,311
21	ISHARES TR S & P MIDCAP 400 ID FD	464287507		3/15/2006	9/27/2011		46,013	0	42,754	3,259			0	3,259
22	ISHARES TR S & P MIDCAP 400 ID FD	464287507		3/17/2006	9/27/2011		167,321	0	157,150	10,171			0	10,171
23	ISHARES TR S & P MIDCAP 400 ID FD	464287507		5/12/2006	9/27/2011		37,647	0	35,701	1,946			0	1,946
24	ISHARES TR S & P MIDCAP 400 ID FD	464287507		5/15/2006	9/27/2011		20,915	0	19,579	1,336			0	1,336
25	ISHARES TR S & P MIDCAP 400 ID FD	464287507		8/29/2006	9/27/2011		33,464	0	29,750	3,714			0	3,714
26	ISHARES TR S & P MIDCAP 400 ID FD	464287507		10/4/2006	9/27/2011		12,549	0	11,284	1,265			0	1,265
27	ISHARES S&P MIDCAP 400 GROWTH	464287606		9/27/2011	12/22/2011		8,995	0	8,871	124			0	124
28	ISHARES TR SMALLCAP 600 INDEX FD	464287804		9/27/2011	12/22/2011		14,335	0	13,066	1,269			0	1,269
29	JOHNSON & JOHNSON	478160104		8/19/1992	9/27/2011		51,435	0	10,216	41,219			0	41,219
30	KEELEY SMALL CAP VAL FD CL I #2251	487300808		7/8/2009	9/27/2011		174,214	0	121,000	53,214			0	53,214
31	ABBOTT LABS	002824100		10/26/2006	9/27/2011		15,472	0	14,301	1,171			0	1,171
32	ABBOTT LABS	002824100		7/25/2006	9/27/2011		4,023	0	3,700	323			0	323
33	APPLE INC	037833100		1/25/2008	9/27/2011		82,699	0	26,734	55,965			0	55,965
34	APPLE INC	037833100		1/25/2008	9/28/2011		3,593	0	1,179	2,414			0	2,414
35	ARTISAN INTERNATIONAL FUND #661	04314H204		7/8/2009	9/27/2011		304,054	0	250,000	54,054			0	54,054
36	ARTISAN INTERNATIONAL FUND #661	04314H204		11/5/2009	9/27/2011		143,546	0	150,000	-6,454			0	-6,454
37	AVANLBAY CMNTYS INC	053484101		7/8/2009	9/27/2011		113,348	0	49,629	63,719			0	63,719
38	BAKER HUGHES INC COM	057224107		4/11/2007	9/27/2011		22,491	0	29,733	-7,242			0	-7,242
39	BANK NEW YORK MELLON CORP COM	064058100		3/24/2006	9/27/2011		5,826	0	10,994	-5,168			0	-5,168
40	BANK NEW YORK MELLON CORP COM	064058100		3/24/2006	10/12/2011		4,091	0	7,795	-3,704			0	-3,704
41	BANK NEW YORK MELLON CORP COM	064058100		4/17/2006	10/12/2011		4,613	0	8,692	-4,079			0	-4,079
42	BERKSHIRE HATHAWAY INC	084670702		3/17/2010	9/27/2011		5,398	0	6,084	-686			0	-686
43	CVS/CAREMARK CORPORATION	126650100		1/4/2007	9/27/2011		3,502	0	3,085	417			0	417
44	KRAFT FOODS INC	50075N104		9/27/2011	12/8/2011		11,375	0	11,068	307			0	307
45	L-3 COMMUNICATIONS CORP COM	502424104		5/1/2006	8/26/2011		9,486	0	12,532	-3,046			0	-3,046
46	L-3 COMMUNICATIONS CORP COM	502424104		5/25/2006	8/26/2011		31,619	0	38,885	-7,266			0	-7,266
47	MERGER FD SH BEN INT #260	589509108		11/17/2010	12/22/2011		6,472	0	6,460	12			0	12
48	MICROSOFT CORP	594918104		6/15/1993	9/27/2011		23,341	0	2,627	20,714			0	20,714
49	NESTLE S A REGISTERED SHARES - A	641069406		5/1/2006	9/27/2011		33,065	0	18,357	14,708			0	14,708
50	NOVARTIS AG - ADR	66987V109		5/30/2007	9/27/2011		16,758	0	16,815	-57			0	-57
51	PMCO FOREIGN BD FD USD H-INST #11	693390882		9/29/2011	12/22/2011		9,593	0	9,547	36			0	36
52	PRINCIPAL PREFERRED SEC-INS #4929	74253Q416		7/8/2009	9/27/2011		121,705	0	100,000	21,705			0	21,705
53	PUBLIC STORAGE INC COM	74460D109		7/8/2009	9/27/2011		88,869	0	48,633	40,236			0	40,236
54	T ROWE PRICE SHORT TERM BD FD #577957P105			7/8/2009	9/27/2011		506,289	0	500,000	6,289			0	6,289
55	SCHLUMBERGER LTD	806857108		3/19/2008	9/27/2011		19,458	0	24,534	-5,076			0	-5,076
56	SCHLUMBERGER LTD	806857108		11/2/2009	9/27/2011		1,621	0	1,562	59			0	59
57	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		1/28/2008	9/27/2011		93,369	0	85,000	8,369			0	8,369
58	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		7/8/2009	9/27/2011		108,729	0	100,000	8,729			0	8,729

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

	Kind(s) of Property Sold	Amount		How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
		Long Term CG Distributions	Short Term CG Distributions				4,443,683	0								
		8,375	0													
59	THERMO FISHER SCIENTIFIC INC	883556102			11/2/2009	9/27/2011	13,502	0	11,370	0	11,370	2,132			0	2,132
60	TRAVELERS COMPANIES, INC	89417E109			11/5/2002	9/27/2011	12,590	0	8,342	0	8,342	4,248			0	4,248
61	TRAVELERS COMPANIES, INC	89417E109			1/28/2003	9/27/2011	15,108	0	9,402	0	9,402	5,706			0	5,706
62	UNITEDHEALTH GROUP INC	91324P102			7/23/2007	9/27/2011	19,938	0	20,461	0	20,461	-523			0	-523
63	VANGUARD INTERMEDIATE TERM B	921937819			9/27/2011	12/22/2011	20,697	0	20,648	0	20,648	49			0	49
64	VANGUARD SHORT TERM BOND ETF	921937827			9/27/2011	12/22/2011	50,955	0	51,094	0	51,094	-139			0	-139
65	VISA INC-CLASS A SHRS	92826C839			11/2/2009	9/27/2011	27,417	0	23,085	0	23,085	4,332			0	4,332
66	VODAFONE GROUP PLC NEW ADR	92857W209			5/2/2006	9/27/2011	12,403	0	12,746	0	12,746	-343			0	-343
67	COOPER INDUSTRIES PLC NEW IRELAND	G24140108			4/9/2008	9/27/2011	35,799	0	29,484	0	29,484	6,315			0	6,315
68	GENERAL ELECTRIC CO	369604103			2/2/1990	9/27/2011	18,354	0	6,023	0	6,023	12,331			0	12,331
69	GOLDMAN SACHS GRTH OPP FDI #11338142Y401				11/17/2010	9/27/2011	47,720	0	50,000	0	50,000	-2,280			0	-2,280
70	HUSSMAN STRATEGIC GROWTH FUND	448108100			9/29/2011	12/22/2011	19,969	0	20,783	0	20,783	-814			0	-814
71	INTEL CORP	458140100			7/31/1991	9/27/2011	22,219	0	1,402	0	1,402	20,817			0	20,817
72	IRON MOUNTAIN INC	462846106			5/10/2006	8/26/2011	13,875	0	11,209	0	11,209	2,666			0	2,666
73	IRON MOUNTAIN INC	462846106			5/12/2006	8/26/2011	30,063	0	24,908	0	24,908	5,155			0	5,155
74	IRON MOUNTAIN INC	462846106			10/25/2006	8/26/2011	3,083	0	2,806	0	2,806	277			0	277
75	ISHARES S & P 500 INDEX FUND	464287200			9/27/2011	12/22/2011	12,311	0	11,732	0	11,732	579			0	579
76	ISHARES BARCLAYS AGGREGATE BON	464287226			5/31/2006	9/27/2011	372,640	0	334,390	0	334,390	38,250			0	38,250
77	ISHARES BARCLAYS AGGREGATE BON	464287226			7/20/2006	9/27/2011	109,600	0	98,088	0	98,088	11,512			0	11,512
78	ISHARES TR MSCI EMERGING MARKET	464287234			3/17/2006	9/27/2011	11,436	0	9,803	0	9,803	1,633			0	1,633
79	ISHARES TR MSCI EMERGING MARKET	464287234			3/20/2006	9/27/2011	17,154	0	14,792	0	14,792	2,362			0	2,362
80	ISHARES TR MSCI EMERGING MARKET	464287234			3/24/2006	9/27/2011	8,577	0	7,363	0	7,363	1,214			0	1,214
81	ISHARES TR MSCI EMERGING MARKET	464287234			3/27/2006	9/27/2011	34,307	0	29,550	0	29,550	4,757			0	4,757
82	ISHARES TR MSCI EMERGING MARKET	464287234			5/10/2006	9/27/2011	22,872	0	22,200	0	22,200	672			0	672
83	ISHARES TR MSCI EMERGING MARKET	464287234			5/15/2006	9/27/2011	21,728	0	19,200	0	19,200	2,528			0	2,528
84	GATEWAY FUND - Y #1986	367829884			3/17/2010	9/27/2011	107,451	0	108,000	0	108,000	-549			0	-549

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	Wells Fargo Bank N A Trust T		PO Box 63954	SAN FRANCISCO	CA	94163		TRUSTEE	4 00	42,187
2										
3										
4										
5										
6										
7										
8										
9										
10										

42,187

Part

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

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

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	4/15/2011	2	2,169
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	0
7 Total		7	2,169

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	164,139
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	164,139