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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 CEREGHINO, JOSEPH T/UW		A Employer identification number 95-6026006
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A Trust Tax Dept - PO Box 63954 MAC A0348-012		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) ▶ \$ 1,951,602	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	
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	51,868	50,712		
	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	35,634			
	b Gross sales price for all assets on line 6a	527,721			
	7 Capital gain net income (from Part IV, line 2)		35,634		
	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	87,502	86,346	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	26,965	20,224		6,741
	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)	908	0	0	908
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,954	1,421	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)	17	7	0	10
	24 Total operating and administrative expenses. Add lines 13 through 23	30,844	21,652	0	7,659
	25 Contributions, gifts, grants paid	98,844			98,844
26 Total expenses and disbursements Add lines 24 and 25	129,688	21,652	0	106,503	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-42,186				
b Net investment income (if negative, enter -0-)		64,694			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions

(HTA)

Form **990-PF** (2011)

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Form 990-PF (2011) CEREGHINO, JOSEPH T/U/W

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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		2,037	402	402
	2	Savings and temporary cash investments		78,748	75,524	75,524
	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)		0	254,360	285,789
	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	0	
12	Investments—mortgage loans					
13	Investments—other (attach schedule)		1,799,458	1,507,123	1,589,887	
14	Land, buildings, and equipment basis	0				
	Less accumulated depreciation (attach schedule)	0	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)		1,880,243	1,837,409	1,951,602	
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		1,880,243	1,837,409	
	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)		1,880,243	1,837,409		
31	Total liabilities and net assets/fund balances (see instructions)		1,880,243	1,837,409		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,880,243
2	Enter amount from Part I, line 27a	2	-42,186
3	Other increases not included in line 2 (itemize) <u>MUTUAL FUND & CTF INCOME ADDITIONS</u>	3	1,645
4	Add lines 1, 2, and 3	4	1,839,702
5	Decreases not included in line 2 (itemize) <u>See Attached Statement</u>	5	2,293
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,837,409

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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
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	35,634
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	84,872	1,975,879	0.042954	
2009	83,323	1,739,442	0.047902	
2008	126,736	2,184,722	0.058010	
2007	121,331	2,544,721	0.047679	
2006	116,301	2,412,676	0.048204	
2 Total of line 1, column (d)			2	0.244749
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	0.048950
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4	2,089,554
5 Multiply line 4 by line 3			5	102,284
6 Enter 1% of net investment income (1% of Part I line 27b)			6	647
7 Add lines 5 and 6			7	102,931
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	106,503

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	647
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	647
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	647
6 Credits/Payments		
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,148
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	0
d Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d	7	1,148
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	501
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☒ 501 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)? 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 N/A	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? ☐ 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

5b

N/A

6b

X

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	26,965	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
	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	2,047,258
b	Average of monthly cash balances	1b	74,117
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,121,375
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	2,121,375
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	31,821
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	2,089,554
6	Minimum investment return. Enter 5% of line 5.	6	104,478

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	104,478
2a	Tax on investment income for 2011 from Part VI, line 5	2a	647
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	647
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	103,831
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	103,831
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	103,831

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	106,503
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	106,503
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	647
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	105,856

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				103,831
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			50,692	
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 ▶ \$ 106,503				
a Applied to 2010 but not more than line 2a			50,692	
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				55,811
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				48,020
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007	0			
b Excess from 2008	0			
c Excess from 2009	0			
d Excess from 2010	0			
e Excess from 2011	0			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**N/A****1** a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling**b** Check box to indicate whether the foundation is a private operating foundation described in section☐ 4942(j)(3) or ☐ 4942(j)(5)**2** a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed**b** 85% of line 2a**c** Qualifying distributions from Part XII, line 4 for each year listed**d** Amounts included in line 2c not used directly for active conduct of exempt activities**e** Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c**3** Complete 3a, b, or c for the alternative test relied upon**a** "Assets" alternative test—enter**(1)** Value of all assets**(2)** Value of assets qualifying under section 4942(j)(3)(B)(i)**b** "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed**c** "Support" alternative test—enter**(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)**(2)** Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)**(3)** Largest amount of support from an exempt organization**(4)** Gross investment income

Tax year	Prior 3 years			(e) Total
(a) 2011	(b) 2010	(c) 2009	(d) 2008	
0				0
0	0	0	0	0
0				0
				0
0	0	0	0	0
				0
0				0
				0
				0
				0
				0
				0
				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:****a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d**a** The name, address, and telephone number of the person to whom applications should be addressed**b** The form in which applications should be submitted and information and materials they should include**c** Any submission deadlines**d** Any restrictions or limitations on awards such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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 <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	98,844
b <i>Approved for future payment</i> 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	51,868	
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	35,634	
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		87,502	0
13 Total. Add line 12, columns (b), (d), and (e)				13	87,502

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- | | | |
|---|---------------------|------------------|
| <p>1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> | <p>Yes</p> | <p>No</p> |
| <p>a Transfers from the reporting foundation to a noncharitable exempt organization of</p> | | |
| <p>(1) Cash</p> | <p>1a(1)</p> | <p>X</p> |
| <p>(2) Other assets</p> | <p>1a(2)</p> | <p>X</p> |
| <p>b Other transactions</p> | | |
| <p>(1) Sales of assets to a noncharitable exempt organization</p> | <p>1b(1)</p> | <p>X</p> |
| <p>(2) Purchases of assets from a noncharitable exempt organization</p> | <p>1b(2)</p> | <p>X</p> |
| <p>(3) Rental of facilities, equipment, or other assets</p> | <p>1b(3)</p> | <p>X</p> |
| <p>(4) Reimbursement arrangements</p> | <p>1b(4)</p> | <p>X</p> |
| <p>(5) Loans or loan guarantees</p> | <p>1b(5)</p> | <p>X</p> |
| <p>(6) Performance of services or membership or fundraising solicitations</p> | <p>1b(6)</p> | <p>X</p> |
| <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> | <p>1c</p> | <p>X</p> |
| <p>d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received</p> | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury I declare that I have examined this return including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

John A. Sulentz

4/10/2012
Date

VP AND TAX DIRECTOR
Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

PTIN

JOSEPH J CASTRIANO

J. L. K.

4/10/2012

P01251603

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ▶	13-4008324
--------------	------------

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
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CEREGHINO, JOSEPH T/U/W

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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

GRACE TO^YOU

Street

28001 HARRISON PARKWAY

City

VALENCIA

State

CA

Zip Code

91355

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,965

Name

CARE USA INC

Street

151 ELLIS STREET NE

City

ATLANTA

State

GA

Zip Code

30303

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,965

Name

SALESIAN MISSIONS

Street

PO BOX 30

City

NEW ROCHELLE

State

NY

Zip Code

10802

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,965

Name

ST. ANTHONY'S GUILD

Street

129 WEST 31ST STREET, 2ND FLOOR

City

NEW YORK

State

NY

Zip Code

10001

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,954

Name

JUVENILE DIABETES RESEARCH FOUNDATION

Street

26 BROADWAY 14TH FLOOR

City

NEW YORK

State

NY

Zip Code

10004

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,965

Name

FATHER FLANAGANS BOYS HOME

Street

PO BOX 145

City

BOYS TOWN

State

NE

Zip Code

68010

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,965

CEREGHINO, JOSEPH T/U/W

95-6026006 Page 2 of 4

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

ORAL ROBERTS EVANGELISTIC ASSOCIATION

Street

PO BOX 2187

City

TULSA

State

OK

Zip Code

74102

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,965

Name

CATHOLIC COUNSELING SERVICE

Street

9461 LBJ FREEWAY, SUITE 100

City

DALLAS

State

TX

Zip Code

75243

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,965

Name

CARMEL OF MARIA REGINA

Street

87609 GREENHILL ROAD

City

EUGENE

State

OR

Zip Code

97402

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,965

Name

AMERICAN CANCER SOCIETY

Street

PO BOX 720366

City

OKLAHOMA CITY

State

OK

Zip Code

73162

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,919

Name

GOODWILL INDUSTRIES OF SOUTHERN CALIFORNIA

Street

342 SAN FERNANDO ROAD

City

LOS ANGELES

State

CA

Zip Code

90031

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,919

Name

UNIVERSITY OF SOUTHERN CALIFORNIA

Street

3551 TROUSDALE PARKWAY, ADM 352

City

LOS ANGELES

State

CA

Zip Code

90089

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,919

CEREGHINO, JOSEPH T/U/W

95-6026006 Page 3 of 4

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

Name

YMCA OF METROPOLITAN LOS ANGELES

Street

625 SOUTH NEW HAMPSHIRE AVENUE

City

LOS ANGELES

State

CA

Zip Code

90005

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,919

Name

MIDNIGHT MISSION

Street

601 SOUTH SAN PEDRO STREET

City

LOS ANGELES

State

CA

Zip Code

90014

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,931

Name

UNION RESCUE MISSION

Street

545 SOUTH SAN PEDRO STREET

City

LOS ANGELES

State

CA

Zip Code

90013

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,919

Name

FOUNDATION FOR THE JUNIOR BLIND

Street

5300 ANGELES VISTA BOULEVARD

City

LOS ANGELES

State

CA

Zip Code

90043

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,919

Name

CITY OF HOPE

Street

1500 EAST DUARTE ROAD

City

DUARTE

State

CA

Zip Code

91010

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,965

Name

SOUL CLINIC INTERNATIONAL

Street

PO BOX 1234

City

COVINA

State

CA

Zip Code

91722

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,919

CEREGHINO, JOSEPH T/U/W

95-6026006 Page 4 of 4

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

CRIPPLED CHILDREN'S GUILD OFFICES

Street

2400 SOUTH FLOWER STREET

City

LOS ANGELES

State

CA

Zip Code

90007

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,919

Name

THE SALVATION ARMY

Street

180 EAST OCEAN BOULEVARD, 9TH FLOOR

City

LONG BEACH

State

CA

Zip Code

90802

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,922

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

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

Long Term CG Distributions										Amount		Totals				Net Gain or Loss	
Short Term CG Distributions										2,315		Securities				35,634	
										0		Other sales				0	
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	CVS/CAREMARK CORPORATI	126650100			5/19/2003		2/4/2011	330	127				203			
2	X	CVS/CAREMARK CORPORATI	126650100			5/19/2003		12/7/2011	993	331				662			
3	X	CAPITAL ONE FINANCIAL CO	14040H105			6/17/2008		2/4/2011	245	224				21			
4	X	CARNIVAL CORP	143658300			10/8/2002		2/4/2011	227	119				108			
5	X	CARNIVAL CORP	143658300			10/8/2002		12/1/2011	3,238	2,327				911			
6	X	CELANESE CORP	150870103			6/13/2011		10/21/2011	1,737	1,737				0			
7	X	CHEVRON CORP	166764100			5/15/2008		12/7/2011	1,046	984				62			
8	X	COMCAST CORP CLASS A	20030N101			7/16/2008		2/4/2011	578	467				111			
9	X	COMCAST CORP CLASS A	20030N101			4/26/2011		12/7/2011	185	204				19			
10	X	COMCAST CORP CLASS A	20030N101			7/16/2008		12/7/2011	809	654				155			
11	X	CONOCOPHILLIPS	20825C104			5/15/2008		2/4/2011	360	445				85			
12	X	CONOCOPHILLIPS	20825C104			5/15/2008		9/2/2011	1,457	1,959				502			
13	X	CREDIT SUISSE COMM RT ST	22544R305			10/8/2010		2/4/2011	3,088	2,925				163			
14	X	CREDIT SUISSE COMM RT ST	22544R305			10/8/2010		4/26/2011	3,437	3,069				368			
15	X	CREDIT SUISSE COMM RT ST	22544R305			8/11/2011		12/7/2011	1,962	2,134				172			
16	X	DIAGEO PLC - ADR	25243Q205			6/17/2008		2/4/2011	553	527				26			
17	X	AFLAC INC	001055102			5/15/2008		2/4/2011	1,989	2,326				337			
18	X	AFLAC INC	001055102			5/15/2008		12/7/2011	1,023	1,529				506			
19	X	ABBOTT LABS	002824100			9/20/2004		2/4/2011	460	426				34			
20	X	ABBOTT LABS	002824100			4/12/2011		12/7/2011	1,038	962				76			
21	X	AFFILIATED MANAGERS GRO	008252108			7/2/2010		2/4/2011	495	303				192			
22	X	APACHE CORP	037411105			10/6/2009		2/4/2011	592	472				120			
23	X	APPLE INC	037833100			6/30/2009		2/4/2011	1,719	711				1,008			
24	X	APPLE INC	037833100			6/30/2009		2/17/2011	1,428	569				859			
25	X	APPLE INC	037833100			6/30/2009		9/28/2011	798	284				514			
26	X	APPLE INC	037833100			6/30/2009		9/29/2011	1,581	569				1,012			
27	X	BAKER HUGHES INC COM	057224107			5/15/2008		2/4/2011	685	814				129			
28	X	BANK NEW YORK MELLON CO	064058100			11/19/2007		2/4/2011	157	233				76			
29	X	BANK NEW YORK MELLON CO	064058100			11/19/2007		10/12/2011	1,798	4,288				2,490			
30	X	BANK NEW YORK MELLON CO	064058100			12/21/2009		10/12/2011	1,934	2,698				764			
31	X	BANK NEW YORK MELLON CO	064058100			7/21/2010		10/12/2011	137	180				43			
32	X	BERKSHIRE HATHAWAY INC	084670702			11/4/2009		2/4/2011	414	338				76			
33	X	BHP BILLITON LIMITED - ADR	088606108			4/12/2011		12/7/2011	978	1,317				339			
34	X	DIAGEO PLC - ADR	25243Q205			8/31/2009		2/4/2011	237	186				51			
35	X	DIAGEO PLC - ADR	25243Q205			8/31/2009		9/2/2011	2,815	2,172				643			
36	X	DIAMOND HILL LONG-SHORT	25264S833			5/3/2010		2/4/2011	1,518	1,449				69			
37	X	DIAMOND HILL LONG-SHORT	25264S833			4/28/2011		10/21/2011	628	656				28			
38	X	DIAMOND HILL LONG-SHORT	25264S833			5/3/2010		10/21/2011	1,832	1,774				58			
39	X	DIAMOND HILL LONG-SHORT	25264S833			5/3/2010		12/7/2011	1,982	1,868				114			
40	X	WALT DISNEY CO	254687106			6/17/2008		2/4/2011	405	335				70			
41	X	WALT DISNEY CO	254687106			6/17/2008		4/26/2011	211	167				44			
42	X	DREYFUS EMG MKT DEBT LO	261980494			10/8/2010		4/26/2011	700	694				6			
43	X	DREYFUS EMG MKT DEBT LO	261980494			8/11/2011		10/21/2011	4,429	4,758				329			
44	X	DREYFUS EMG MKT DEBT LO	261980494			8/11/2011		12/7/2011	2,168	2,349				181			
45	X	IE M C CORP MASS	268648102			6/17/2008		2/4/2011	511	334				177			
46	X	IE M C CORP MASS	268648102			6/17/2008		2/17/2011	1,583	984				599			
47	X	ECOLAB INC	278865100			3/23/2010		2/4/2011	301	259				42			
48	X	ECOLAB INC	278865100			6/30/2009		2/4/2011	200	156				44			
49	X	ECOLAB INC	278865100			6/30/2009		4/12/2011	6,448	4,963				1,485			
50	X	FISERV INC	337738108			6/30/2009		2/4/2011	602	457				145			
51	X	FISERV INC	337738108			6/30/2009		8/12/2011	6,012	4,981				1,031			

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	Net Gain or Loss			
													Gross Sales Price	Cost or Other Basis
Long Term CG Distributions									Amount		2,315		0	
Short Term CG Distributions									Amount		2,315		0	
52	X	HEWLETT PACKARD CO	428236103			7/16/2008		2/4/2011	472	417			55	
53	X	HUSSMAN STRATEGIC GROW	448108100			10/28/2008		10/21/2011	16,974	20,027			-3,053	
54	X	HUSSMAN STRATEGIC GROW	448108100			10/28/2008		12/7/2011	2,080	2,442			-362	
55	X	INTEL CORP	458140100			5/3/2004		2/4/2011	429	523			-94	
56	X	IRON MOUNTAIN INC	462846106			5/15/2008		2/4/2011	250	300			-50	
57	X	IRON MOUNTAIN INC	462846106			5/15/2008		3/9/2011	3,042	3,506			-464	
58	X	IRON MOUNTAIN INC	462846106			7/16/2008		3/9/2011	2,600	2,508			92	
59	X	IRON MOUNTAIN INC	462846106			7/21/2010		3/9/2011	182	169			13	
60	X	ISHARES S & P 500 INDEX FU	464287200			7/21/2010		2/4/2011	1,970	1,642			328	
61	X	ISHARES S & P 500 INDEX FU	464287200			7/21/2010		8/9/2011	12,486	11,933			553	
62	X	ISHARES IBOXX \$ INV GR CO	464287242			6/30/2009		2/4/2011	32,071	29,933			2,138	
63	X	ISHARES IBOXX \$ INV GR CO	464287242			7/21/2009		2/4/2011	536	505			31	
64	X	ISHARES IBOXX \$ INV GR CO	464287242			10/15/2009		2/4/2011	1,823	1,767			56	
65	X	ISHARES MSCI EAFE	464287465			8/18/2008		2/4/2011	2,120	2,223			-103	
66	X	ISHARES MSCI EAFE	464287465			8/18/2008		4/26/2011	1,492	1,524			-32	
67	X	ISHARES MSCI EAFE	464287465			8/18/2008		8/9/2011	10,145	12,513			-2,368	
68	X	ISHARES MSCI EAFE	464287465			2/3/2006		8/9/2011	12,205	14,689			-2,484	
69	X	ISHARES MSCI EAFE	464287465			2/3/2006		12/7/2011	7,013	8,491			-1,478	
70	X	ISHARES S&P MIDCAP 400 GR	464287606			2/3/2010		2/4/2011	9,871	7,295			2,576	
71	X	ISHARES S&P MIDCAP 400 GR	464287606			2/3/2010		4/26/2011	3,586	2,457			1,129	
72	X	ISHARES S&P MIDCAP 400 GR	464287606			10/21/2011		12/7/2011	2,006	1,960			46	
73	X	ISHARES S&P MIDCAP 400 VA	464287705			2/4/2011		4/26/2011	1,470	1,408			62	
74	X	ISHARES S&P MIDCAP 400 VA	464287705			2/4/2011		12/7/2011	1,740	1,905			-165	
75	X	ISHARES S&P MIDCAP 400 VA	464287705			10/21/2011		12/7/2011	227	219			8	
76	X	ISHARES TR SMALLCAP 600 I	464287804			7/16/2008		2/4/2011	5,222	4,383			839	
77	X	ISHARES TR SMALLCAP 600 I	464287804			7/16/2008		4/26/2011	5,239	4,149			1,090	
78	X	ISHARES TR SMALLCAP 600 I	464287804			10/21/2011		12/7/2011	3,791	3,604			187	
79	X	JPMORGAN CHASE & CO	46625H100			1/25/2010		2/4/2011	450	397			53	
80	X	JOHNSON & JOHNSON	478160104			1/6/2000		2/4/2011	304	233			71	
81	X	JOHNSON & JOHNSON	478160104			1/6/2000		4/12/2011	7,468	5,814			1,654	
82	X	KOHL'S CORP	500255104			8/26/2010		2/4/2011	255	238			17	
83	X	KOHL'S CORP	500255104			8/26/2010		6/29/2011	5,815	5,476			339	
84	X	KRAFT FOODS INC	50075N104			3/23/2010		2/4/2011	154	149			5	
85	X	KRAFT FOODS INC	50075N104			3/23/2010		12/8/2011	5,178	4,273			905	
86	X	LAUDUS MONDRIAN INTL FI-II	51855Q655			10/8/2010		8/9/2011	32,169	31,077			1,092	
87	X	LAUDUS MONDRIAN INTL FI-II	51855Q655			7/23/2010		10/21/2011	17,597	15,695			1,902	
88	X	LAUDUS MONDRIAN INTL FI-II	51855Q655			11/23/2010		12/7/2011	7,043	6,418			625	
89	X	MERGER FD SH BEN INT #260	589509108			10/8/2010		10/21/2011	1,222	1,937			48	
90	X	MERGER FD SH BEN INT #260	589509108			11/23/2010		10/21/2011	1,016	1,021			-5	
91	X	MERGER FD SH BEN INT #260	589509108			4/28/2011		10/21/2011	794	800			-6	
92	X	MERGER FD SH BEN INT #260	589509108			5/3/2010		10/21/2011	439	450			-11	
93	X	MERGER FD SH BEN INT #260	589509108			5/3/2010		10/21/2011	465	461			4	
94	X	MERGER FD SH BEN INT #260	589509108			5/3/2010		12/7/2011	1,985	1,951			34	
95	X	MICROSOFT CORP	594918104			5/19/2003		2/4/2011	277	252			25	
96	X	NESTLE SA REGISTERED SH	641069406			6/17/2008		2/4/2011	541	478			63	
97	X	NESTLE SA REGISTERED SH	641069406			6/17/2008		8/12/2011	1,774	1,337			437	
98	X	NEXTERA ENERGY INC	65339F101			6/30/2009		2/4/2011	1,145	1,185			-40	
99	X	NEXTERA ENERGY INC	65339F101			5/15/2008		2/4/2011	3,981	4,708			-727	
100	X	NOVARTIS AG - ADP	66987V109			6/17/2008		2/4/2011	282	250			32	
101	X	NOVARTIS AG - ADP	66987V109			6/17/2008		2/4/2011	493	338			155	
102	X	ORACLE CORPORATION	68389X105			6/4/2010		2/4/2011						

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

Long Term CG Distributions										Amount		Totals			
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	
Short Term CG Distributions										2,315	0	Securities			
										0	0	Other Sales			
103	X	ORACLE CORPORATION	68389X105			6/4/2010		2/17/2011	1,579	1,082				497	
104	X	PIMCO FOREIGN BD FD USD	693390882			8/1/2011		10/21/2011	7,194	7,200				-6	
105	X	PIMCO FOREIGN BD FD USD	693390882			8/1/2011		12/7/2011	1,960	1,975				-15	
106	X	PROCTER & GAMBLE CO	742718109			3/23/2010		2/4/2011	314	320				-6	
107	X	PROCTER & GAMBLE CO	742718109			3/23/2010		6/13/2011	4,062	4,026				36	
108	X	RIDGEWORTH SEIX HY BD-I #	76628T645			2/8/2011		12/7/2011	836	900				-64	
109	X	RIDGEWORTH SEIX HY BD-I #	76628T645			4/28/2011		12/7/2011	883	959				-76	
110	X	RIDGEWORTH SEIX HY BD-I #	76628T645			10/25/2011		12/7/2011	265	268				-3	
111	X	SPDR DJ WILSHIRE INTERNA	78463X863			8/18/2008		8/9/2011	8,736	11,023				-2,287	
112	X	SPDR DJ WILSHIRE INTERNA	78463X863			7/16/2008		8/9/2011	11,262	14,038				-2,776	
113	X	SPDR DJ WILSHIRE INTERNA	78463X863			5/2/2011		12/7/2011	2,189	2,705				-516	
114	X	SCHLUMBERGER LTD	806857108			11/4/2010		2/4/2011	894	739				155	
115	X	TARGET CORP	87612E106			10/10/2001		2/4/2011	270	157				113	
116	X	TEVA PHARMACEUTICAL IND	881624209			4/20/2010		2/4/2011	272	314				-42	
117	X	THERMO FISHER SCIENTIFIC	883556102			7/9/2009		2/4/2011	560	382				178	
118	X	US BANCORP DEL NEW	902973304			2/4/2011		12/7/2011	991	1,043				-52	
119	X	UNION PACIFIC CORP	907818108			5/14/2010		2/4/2011	933	750				183	
120	X	UNITEDHEALTH GROUP INC	91324P102			6/30/2009		2/4/2011	433	248				185	
121	X	UNITEDHEALTH GROUP INC	91324P102			6/30/2009		6/29/2011	1,545	744				801	
122	X	UNITEDHEALTH GROUP INC	91324P102			6/30/2009		12/7/2011	1,021	521				500	
123	X	VANGUARD INTERMEDIATE T	921937819			6/30/2009		8/9/2011	3,126	2,988				138	
124	X	VANGUARD INTERMEDIATE T	921937819			4/26/2011		8/9/2011	14,415	12,828				1,587	
125	X	VANGUARD INTERMEDIATE T	921937819			6/30/2009		10/21/2011	12,401	11,051				1,350	
126	X	VANGUARD INTERMEDIATE T	921937819			6/30/2009		12/7/2011	2,095	1,855				240	
127	X	VANGUARD BD INDEX FD INC	921937827			10/15/2009		2/4/2011	3,206	3,197				9	
128	X	VANGUARD BD INDEX FD INC	921937827			7/21/2009		8/9/2011	18,419	17,947				472	
129	X	VANGUARD BD INDEX FD INC	921937827			10/15/2009		8/9/2011	1,549	1,518				31	
130	X	VANGUARD BD INDEX FD INC	921937827			4/26/2011		8/9/2011	6,194	6,124				70	
131	X	VANGUARD BD INDEX FD INC	921937827			6/30/2009		8/9/2011	3,994	3,880				114	
132	X	VANGUARD BD INDEX FD INC	921937827			6/30/2009		10/21/2011	20,684	20,193				491	
133	X	VANGUARD SHORT TERM BO	922042858			6/30/2009		12/7/2011	4,225	4,118				107	
134	X	VANGUARD MSCI EMERGING	922042858			2/4/2011		4/26/2011	1,158	1,085				73	
135	X	VANGUARD MSCI EMERGING	922042858			4/29/2010		12/7/2011	1,703	1,980				-277	
136	X	VANGUARD REIT VIPER	922908553			7/16/2008		2/4/2011	2,920	3,052				-132	
137	X	VANGUARD REIT VIPER	922908553			7/16/2008		2/4/2011	6,581	6,191				390	
138	X	VANGUARD REIT VIPER	922908553			7/16/2008		4/26/2011	22,632	19,977				2,655	
139	X	VANGUARD REIT VIPER	922908553			7/21/2009		4/26/2011	13,506	6,858				6,648	
140	X	VANGUARD REIT VIPER	922908553			7/21/2009		8/9/2011	22,650	13,888				8,762	
141	X	VANGUARD REIT VIPER	922908553			10/21/2011		12/7/2011	2,351	2,277				74	
142	X	VISA INC-CLASS A SHRS	92826C839			6/30/2009		2/4/2011	358	311				47	
143	X	VISA INC-CLASS A SHRS	92826C839			6/30/2009		7/8/2011	6,372	4,415				1,957	
144	X	VODAFONE GROUP PLC NEW	92857W209			6/17/2008		2/4/2011	435	447				-12	
145	X	COOPER INDUSTRIES PLC NE	G24140108			6/17/2008		2/4/2011	312	222				90	
146	X	COOPER INDUSTRIES PLC NE	G24140108			6/17/2008		3/18/2011	3,994	2,840				1,154	

Line 16b (990-PF) - Accounting Fees

		908	0	0	908
	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	908			908
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		2,954	1,421	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	385			
2	ESTIMATED EXCISE TAX PAID	1,148			
3	FOREIGN TAX WITHHELD	1,421	1,421		
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		17	7	0	10
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	TRUSTEE FEES				
2	ADR FEES		7		
3	STATE AG FEES		10		10
4					
5					
6					
7					
8					
9					

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

	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	INVESTMENT IN CORPORATE STOCK		0	254,360	0	285,789
2				254,360	0	285,789
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	ANHEUSER-BUSCH INBEV SPN ADR		0	0	
2	COOPER INDUSTRIES PLC NEW IRELAND		0	3,595	
3	CHEVRON CORP		0	8,265	
4	3M CO		0	7,537	
5	BERSHIRE HATHAWAY INC		0	6,791	
6	CONOCOPHILLIPS		0	5,938	
7	COMCAST CORP CLASS A		0	4,738	
8	CELANESE CORP		0	5,587	
9	PIMCO FOREIGN BD FD USD H-INST 103		0	32,434	
10	ISHARES TR SMALLCAP 600 INDEX FD		0	103,878	
11	ISHARES S&P MIDCAP 400 VALUE		0	58,232	
12	ISHARES S & P 500 INDEX FUND		0	65,235	
13	LAUDUS MONDRIAN INTL FI-INST 2940		0	30,034	
14	ISHARES S&P MIDCAP 400 GROWTH		0	49,643	
15	ISHARES MSCI EAFE		0	247,278	
16	DREYFUS EMG MKT DEBT LOC C-I 6083		0	81,884	
17	HUSSMAN STRATEGIC GROWTH FUND 60		0	75,321	
18	VANGUARD REIT VIPER		0	46,523	
19	VANGUARD EMERGING MARKETS ETF		0	148,555	
20	VODAFONE GROUP PLC NEW ADR		0	5,422	
21	MERGER FD SH BEN INT 260		0	36,615	
22	VANGUARD BD INDEX FD INC		0	144,759	
23	SPDR DJ WILSHIRE INTERNATIONAL REA		0	81,854	
24	VANGUARD INTERMEDIATE TERM B		0	68,350	
25	DIAMOND HILL LONG-SHORT FD CL I 11		0	57,742	
26	AFLAC INC		0	7,158	
27	RIDGEWORTH SEIX HY BD-I 5855		0	75,097	
28	CREDIT SUISSE COMM RT ST-CO 2156		0	100,065	
29	"LOS ANGELES, CO "		0	3,623	
30	ABBOTT LABORATORIES		0	7,695	
31	AFFILIATED MANAGERS GROUP INC		0	6,646	
32	APACHE CORPORATION COM		0	4,818	
33	APPLE COMPUTER INC COM		0	4,975	
34	BAKER HUGHES INC		0	10,726	
35	BOEING COMPANY		0	6,030	
36	CVS/CAREMARK CORPORATION		0	2,772	
37	CAPITAL ONE FINANCIAL CORP		0	4,592	
38	CISCO SYSTEMS INC		0	7,135	
39	DIAGEO PLC - ADR		0	4,434	
40	WALT DISNEY CO		0	7,061	
41	E M C CORP MASS		0	3,282	
42	GILEAD SCIENCES INC		0	4,599	
43	HEWLETT PACKARD CO		0	6,836	
44	INTEL CORP		0	6,791	
			1,799,458	1,507,123	1,589,887

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
			1,799,458	1,507,123	1,589,887
45	JOHNSON CONTROLS INC		0	6,018	-
46	MICROSOFT CORP		0	5,382	-
47	NESTLE SA REGISTERED SHARES - ADR		0	5,496	-
48	NOVARTIS AG - ADR		0	4,280	-
49	ORACLE CORPORATION		0	5,365	-
50	SCHLUMBERGER LTD		0	5,215	-
51	TJX COS INC NEW		0	6,249	-
52	TEVA PHARMACEUTICAL INDUSTRIES - A		0	8,713	-
53	THERMO FISHER SCIENTIFIC INC		0	5,800	-
54	UNION PACIFIC CORP		0	7,558	-
55	GOLDMAN SACHS GROUP INC		0	7,180	-
56	UNITED PARCEL SERVICE-CL B		0	5,750	-
57	TARGET CORP		0	5,342	-
58	UNITEDHEALTH GROUP INC		0	3,371	-
59	BHP BILLITON LIMITED		0	6,288	-
60	JPMORGAN CHASE & CO		0	8,228	-
61	US BANCORP DEL NEW		0	6,284	-
62			1,799,458	-245,941	1,589,887

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 & CTF INCOME ADDITIONS	1	1,645
2	Total	2	1,645

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

1	MUTUAL FUND & CTF INCOME SUBTRACTIONS	1	2,076
2	COST BASIS ADJUSTMENT	2	217
3	Total	3	2,293

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

	Long Term CG Distributions Short Term CG Distributions	Amount		Totals	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
		2,315	0									
Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold								
1 CVS/CAREMARK CORPORATION	126650100		5/19/2003	2/4/2011	330	0	127	203			0	33,319
2 CVS/CAREMARK CORPORATION	126650100		5/19/2003	12/7/2011	993	0	331	662			0	33,319
3 CAPITAL ONE FINANCIAL CORP	14040H105		6/17/2008	2/4/2011	245	0	224	21			0	662
4 CARNIVAL CORP	143658300		10/8/2002	2/4/2011	227	0	119	108			0	21
5 CARNIVAL CORP	143658300		10/8/2002	12/1/2011	3,238	0	2,327	911			0	108
6 CELANESE CORP	150870103		6/13/2011	10/21/2011	1,737	0	1,737	0			0	911
7 CHEVRON CORP	166764100		5/15/2008	12/7/2011	1,046	0	984	62			0	62
8 COMCAST CORP CLASS A	20030N101		7/16/2008	2/4/2011	578	0	467	111			0	111
9 COMCAST CORP CLASS A	20030N101		4/26/2011	12/7/2011	185	0	204	-19			0	-19
10 COMCAST CORP CLASS A	20030N101		7/16/2008	12/7/2011	809	0	654	155			0	155
11 CONOCOPHILLIPS	20825C104		5/15/2008	2/4/2011	360	0	445	-85			0	-85
12 CONOCOPHILLIPS	20825C104		5/15/2008	9/2/2011	1,457	0	1,959	-502			0	-502
13 CREDIT SUISSE COMM RT ST-CO #215622544R305	001095102		10/8/2010	2/4/2011	3,088	0	2,925	163			0	163
14 CREDIT SUISSE COMM RT ST-CO #215622544R305	001095102		10/8/2010	4/26/2011	3,437	0	3,069	368			0	368
15 CREDIT SUISSE COMM RT ST-CO #215622544R305	001095102		8/11/2011	12/7/2011	1,962	0	2,134	-172			0	-172
16 DIAGEO PLC - ADR	25243Q205		5/15/2008	2/4/2011	553	0	527	26			0	26
17 AFLAC INC	001055102		5/15/2008	2/4/2011	1,989	0	2,326	-337			0	-337
18 AFLAC INC	001055102		5/15/2008	12/7/2011	1,023	0	1,529	-506			0	-506
19 ABBOTT LABS	002824100		4/12/2011	12/7/2011	1,038	0	962	76			0	76
20 ABBOTT LABS	002824100		7/2/2010	2/4/2011	495	0	303	192			0	192
21 AFFILIATED MANAGERS GROUP, INC	008252108		10/6/2009	2/4/2011	592	0	472	120			0	120
22 APACHE CORP	037411105		6/30/2009	2/4/2011	1,719	0	711	1,008			0	1,008
23 APPLE INC	037833100		6/30/2009	2/4/2011	1,428	0	569	859			0	859
24 APPLE INC	037833100		6/30/2009	2/17/2011	798	0	284	514			0	514
25 APPLE INC	037833100		6/30/2009	9/28/2011	1,581	0	559	1,012			0	1,012
26 APPLE INC	037833100		5/15/2008	2/4/2011	685	0	814	-129			0	-129
27 BAKER HUGHES INC COM	057224107		11/19/2007	2/4/2011	157	0	233	-76			0	-76
28 BANK NEW YORK MELLON CORP COM	064058100		11/19/2007	10/1/2011	1,798	0	4,288	-2,490			0	-2,490
29 BANK NEW YORK MELLON CORP COM	064058100		12/21/2009	10/1/2011	1,934	0	2,698	-764			0	-764
30 BANK NEW YORK MELLON CORP COM	064058100		7/21/2010	10/1/2011	137	0	180	-43			0	-43
31 BANK NEW YORK MELLON CORP COM	064058100		11/4/2009	2/4/2011	414	0	338	76			0	76
32 BERKSHIRE HATHAWAY INC	084670702		4/12/2011	12/7/2011	978	0	1,317	-339			0	-339
33 BHP BILLITON LIMITED - ADR	086061008		8/31/2009	2/4/2011	237	0	186	51			0	51
34 DIAGEO PLC - ADR	25243Q205		8/31/2009	2/4/2011	2,815	0	2,172	643			0	643
35 DIAGEO PLC - ADR	25243Q205		5/3/2010	2/4/2011	1,518	0	1,449	69			0	69
36 DIAMOND HILL LONG-SHORT FD CL I #125264S833	125264S833		4/28/2011	10/21/2011	628	0	556	-28			0	-28
37 DIAMOND HILL LONG-SHORT FD CL I #125264S833	125264S833		5/3/2010	10/21/2011	1,832	0	1,774	58			0	58
38 DIAMOND HILL LONG-SHORT FD CL I #125264S833	125264S833		5/3/2010	12/7/2011	1,982	0	1,868	114			0	114
39 DIAMOND HILL LONG-SHORT FD CL I #125264S833	125264S833		6/17/2008	2/4/2011	405	0	335	70			0	70
40 WALT DISNEY CO	254687106		6/17/2008	2/4/2011	211	0	167	44			0	44
41 WALT DISNEY CO	254687106		10/8/2010	4/26/2011	700	0	694	6			0	6
42 DREYFUS EMG MKT DEBT LOC C-I #608	261980494		8/11/2011	10/21/2011	4,429	0	4,758	-329			0	-329
43 DREYFUS EMG MKT DEBT LOC C-I #608	261980494		8/11/2011	12/7/2011	2,168	0	2,349	-181			0	-181
44 DREYFUS EMG MKT DEBT LOC C-I #608	261980494		6/17/2008	2/4/2011	511	0	334	177			0	177
45 E M C CORP MASS	268648102		6/17/2008	2/17/2011	1,583	0	984	599			0	599
46 E M C CORP MASS	268648102		3/23/2010	2/4/2011	301	0	259	42			0	42
47 ECOLAB INC	278865100		6/30/2009	2/4/2011	200	0	156	44			0	44
48 ECOLAB INC	278865100		6/30/2009	4/12/2011	6,448	0	4,963	1,485			0	1,485
49 FISERV INC	337738108		6/30/2009	2/4/2011	602	0	457	145			0	145
50 FISERV INC	337738108		6/30/2009	8/12/2011	6,012	0	4,981	1,031			0	1,031
51 FISERV INC	337738108		7/16/2008	2/4/2011	472	0	417	55			0	55
52 HEWLETT PACKARD CO	428236103		10/28/2008	10/21/2011	16,974	0	20,027	-3,053			0	-3,053
53 HUSSMAN STRATEGIC GROWTH FUND	448108100		10/28/2008	12/7/2011	2,080	0	2,442	-362			0	-362
54 HUSSMAN STRATEGIC GROWTH FUND	448108100		5/3/2004	2/4/2011	429	0	523	-94			0	-94
55 INTEL CORP	458140100		5/15/2008	2/4/2011	250	0	300	-50			0	-50
56 IRON MOUNTAIN INC	462846106		5/15/2008	3/9/2011	3,042	0	3,506	-464			0	-464
57 IRON MOUNTAIN INC	462846106		7/16/2008	3/9/2011	2,600	0	2,508	92			0	92

		Amount		Long Term CG Distributions		Short Term CG Distributions								
		2,315												
		0												
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	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
59	IRON MOUNTAIN INC	462846106		7/21/2010	3/9/2011		182		169	13				33,319
60	SHARES S & P 500 INDEX FUND	464287200		7/21/2010	2/4/2011		1,970		1,842	328				13
61	SHARES S & P 500 INDEX FUND	464287200		7/21/2010	8/9/2011		12,486		11,933	553				328
62	SHARES IBOXX \$ INV GR CORP BD FD	464287242		6/30/2009	2/4/2011		32,071		29,933	2,138				553
63	SHARES IBOXX \$ INV GR CORP BD FD	464287242		7/21/2009	2/4/2011		536		505	31				2,138
64	SHARES IBOXX \$ INV GR CORP BD FD	464287242		10/15/2009	2/4/2011		1,823		1,767	56				31
65	SHARES MSCI EAFE	464287465		8/18/2008	2/4/2011		2,120		2,223	-103				56
66	SHARES MSCI EAFE	464287465		8/18/2008	4/26/2011		1,492		1,524	-32				-103
67	SHARES MSCI EAFE	464287465		8/18/2008	8/9/2011		10,145		12,513	-2,368				-32
68	SHARES MSCI EAFE	464287465		2/3/2006	8/9/2011		12,205		14,689	-2,484				-2,368
69	SHARES MSCI EAFE	464287465		2/3/2006	12/7/2011		7,013		8,491	-1,478				-2,484
70	SHARES S&P MIDCAP 400 GROWTH	464287606		2/3/2010	2/4/2011		9,871		7,295	2,576				-1,478
71	SHARES S&P MIDCAP 400 GROWTH	464287606		2/3/2010	4/26/2011		3,586		2,457	1,129				2,576
72	SHARES S&P MIDCAP 400 GROWTH	464287606		10/21/2011	12/7/2011		2,006		1,960	46				1,129
73	SHARES S&P MIDCAP 400 VALUE	464287705		2/4/2011	4/26/2011		1,470		1,408	62				46
74	SHARES S&P MIDCAP 400 VALUE	464287705		2/4/2011	12/7/2011		1,740		1,905	-165				62
75	SHARES S&P MIDCAP 400 VALUE	464287705		10/21/2011	12/7/2011		227		219	8				-165
76	SHARES TR SMALLCAP 600 INDEX FD	464287804		7/16/2008	2/4/2011		5,222		4,383	839				8
77	SHARES TR SMALLCAP 600 INDEX FD	464287804		7/16/2008	4/26/2011		5,239		4,149	1,090				839
78	SHARES TR SMALLCAP 600 INDEX FD	464287804		10/21/2011	12/7/2011		3,791		3,604	187				1,090
79	JPMORGAN CHASE & CO	46625H100		1/25/2010	2/4/2011		450		397	53				187
80	JOHNSON & JOHNSON	478160104		1/6/2000	2/4/2011		304		233	71				53
81	JOHNSON & JOHNSON	478160104		1/6/2000	4/12/2011		7,468		5,814	1,654				71
82	KOHL'S CORP	500255104		8/26/2010	2/4/2011		255		5,476	339				1,654
83	KOHL'S CORP	500255104		8/26/2010	6/29/2011		5,815		5,476	339				17
84	KRAFT FOODS INC	50075N104		3/23/2010	2/4/2011		154		149	5				339
85	KRAFT FOODS INC	50075N104		3/23/2010	12/8/2011		5,178		4,273	905				5
86	LAUDUS MONDRIAN INTL FI-INST #2940518550655	50075N104		10/8/2010	8/9/2011		32,169		31,077	1,092				905
87	LAUDUS MONDRIAN INTL FI-INST #2940518550655	50075N104		7/23/2010	8/9/2011		17,597		15,695	1,902				1,092
88	LAUDUS MONDRIAN INTL FI-INST #2940518550655	50075N104		7/23/2010	10/21/2011		7,043		6,418	625				1,902
89	LAUDUS MONDRIAN INTL FI-INST #2940518550655	50075N104		11/23/2010	12/7/2011		1,985		1,937	48				625
90	MERGER FD SH BEN INT #260	589509108		10/8/2010	10/21/2011		1,222		1,227	-5				48
91	MERGER FD SH BEN INT #260	589509108		11/23/2010	10/21/2011		1,016		1,021	-5				-5
92	MERGER FD SH BEN INT #260	589509108		2/8/2011	10/21/2011		794		800	-11				-6
93	MERGER FD SH BEN INT #260	589509108		4/28/2011	10/21/2011		439		450	-11				-11
94	MERGER FD SH BEN INT #260	589509108		5/3/2010	10/21/2011		465		461	4				4
95	MERGER FD SH BEN INT #260	589509108		5/3/2010	12/7/2011		1,985		1,951	34				34
96	MICROSOFT CORP	594918104		5/19/2003	2/4/2011		277		252	25				25
97	NESTLE S A REGISTERED SHARES - A	641089406		6/17/2008	2/4/2011		541		476	63				63
98	NESTLE S A REGISTERED SHARES - A	641089406		6/17/2008	8/12/2011		1,774		1,337	437				437
99	NEXTERA ENERGY INC	65339F101		5/30/2009	2/4/2011		1,145		1,185	-40				-40
100	NEXTERA ENERGY INC	65339F101		6/17/2008	2/4/2011		3,981		4,708	-727				-727
101	NOVARTIS AG - ADR	66987V109		6/17/2008	2/4/2011		282		250	32				32
102	ORACLE CORPORATION	68389X105		6/4/2010	2/4/2011		493		338	155				155
103	ORACLE CORPORATION	68389X105		6/4/2010	2/17/2011		1,579		1,082	497				497
104	PIMCO FOREIGN BD FD USD H-INST #1	693330882		8/11/2011	10/21/2011		7,194		7,200	-6				-6
105	PIMCO FOREIGN BD FD USD H-INST #1	693330882		8/11/2011	12/7/2011		1,960		1,975	-15				-15
106	PROCTER & GAMBLE CO	742718109		3/23/2010	2/4/2011		314		320	-6				-6
107	PROCTER & GAMBLE CO	742718109		3/23/2010	6/13/2011		4,062		4,026	36				36
108	RIDGEWORTH SEIX HY BD-I #5855	76628T645		2/8/2011	12/7/2011		836		900	-64				-64
109	RIDGEWORTH SEIX HY BD-I #5855	76628T645		4/28/2011	12/7/2011		883		959	-76				-76
110	RIDGEWORTH SEIX HY BD-I #5855	76628T645		10/25/2011	12/7/2011		265		268	-3				-3
111	SPDR DJ WILSHIRE INTERNATIONAL RE	78463X863		7/16/2008	8/9/2011		8,736		11,023	-2,287				-2,287
112	SPDR DJ WILSHIRE INTERNATIONAL RE	78463X863		7/16/2008	8/9/2011		11,262		14,038	-2,776				-2,776
113	SPDR DJ WILSHIRE INTERNATIONAL RE	78463X863		5/2/2011	12/7/2011		2,189		2,705	-516				-516
114	SCHLUMBERGER LTD	806857108		11/4/2010	2/4/2011		894		739	155				155
115	TARGET CORP	87612E106		10/10/2001	2/4/2011		270		157	113				113
116	TEVA PHARMACEUTICAL INDUSTRIES	881624209		4/20/2010	2/4/2011		272		314	-42				-42

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

	Long Term CG Distributions Short Term CG Distributions	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	33,319
		2,315	0													
117	Kind(s) of Property Sold THERMO FISHER SCIENTIFIC INC	883556102			7/9/2009	2/4/2011		560	0	382	178			0	178	33,319
118	US BANCORP DEL NEW	902973304			2/4/2011	12/7/2011		991	0	1,043	-52			0	-52	
119	UNION PACIFIC CORP	907818108			5/14/2010	2/4/2011		933	0	750	183			0	183	
120	UNITEDHEALTH GROUP INC	91324P102			6/30/2009	2/4/2011		433	0	248	185			0	185	
121	UNITEDHEALTH GROUP INC	91324P102			6/30/2009	6/29/2011		1,545	0	744	801			0	801	
122	UNITEDHEALTH GROUP INC	91324P102			6/30/2009	12/7/2011		1,021	0	521	500			0	500	
123	VANGUARD INTERMEDIATE TERM B	921937819			4/26/2011	8/9/2011		3,126	0	2,988	138			0	138	
124	VANGUARD INTERMEDIATE TERM B	921937819			6/30/2009	8/9/2011		14,415	0	12,828	1,587			0	1,587	
125	VANGUARD INTERMEDIATE TERM B	921937819			6/30/2009	10/21/2011		12,401	0	11,051	1,350			0	1,350	
126	VANGUARD INTERMEDIATE TERM B	921937819			6/30/2009	12/7/2011		2,095	0	1,855	240			0	240	
127	VANGUARD BD INDEX FD INC	921937827			10/15/2009	2/4/2011		3,206	0	3,197	9			0	9	
128	VANGUARD BD INDEX FD INC	921937827			7/21/2009	8/9/2011		18,419	0	17,947	472			0	472	
129	VANGUARD BD INDEX FD INC	921937827			10/15/2009	8/9/2011		1,549	0	1,518	31			0	31	
130	VANGUARD BD INDEX FD INC	921937827			4/26/2011	8/9/2011		6,194	0	6,124	70			0	70	
131	VANGUARD BD INDEX FD INC	921937827			6/30/2009	8/9/2011		3,994	0	3,880	114			0	114	
132	VANGUARD BD INDEX FD INC	921937827			6/30/2009	10/21/2011		20,684	0	20,193	491			0	491	
133	VANGUARD SHORT TERM BOND ETF	921937827			6/30/2009	12/7/2011		4,225	0	4,118	107			0	107	
134	VANGUARD MSCI EMERGING MARKETS	922042858			2/4/2011	4/26/2011		1,158	0	1,085	73			0	73	
135	VANGUARD MSCI EMERGING MARKETS	922042858			2/4/2011	12/7/2011		1,703	0	1,980	-277			0	-277	
136	VANGUARD MSCI EMERGING MARKETS	922042858			4/29/2010	12/7/2011		2,920	0	3,052	-132			0	-132	
137	VANGUARD REIT VIPER	922908553			7/16/2008	2/4/2011		6,581	0	6,191	390			0	390	
138	VANGUARD REIT VIPER	922908553			7/16/2008	4/26/2011		22,632	0	19,977	2,655			0	2,655	
139	VANGUARD REIT VIPER	922908553			7/21/2009	4/26/2011		13,506	0	6,858	6,648			0	6,648	
140	VANGUARD REIT VIPER	922908553			7/21/2009	8/9/2011		22,650	0	13,888	8,762			0	8,762	
141	VANGUARD REIT VIPER	922908553			10/21/2011	12/7/2011		2,351	0	2,277	74			0	74	
142	VISA INC-CLASS A SHRS	92826C839			6/30/2009	2/4/2011		398	0	311	47			0	47	
143	VISA INC-CLASS A SHRS	92826C839			6/30/2009	7/8/2011		6,372	0	4,415	1,957			0	1,957	
144	VODAFONE GROUP PLC NEW ADR	92857W209			6/17/2008	2/4/2011		435	0	447	-12			0	-12	
145	COOPER INDUSTRIES PLC NEW IRELAND	G24140108			6/17/2008	2/4/2011		312	0	222	90			0	90	
146	COOPER INDUSTRIES PLC NEW IRELAND	G24140108			6/17/2008	3/18/2011		3,994	0	2,840	1,154			0	1,154	

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 MAC A0348-012	SAN FRANCISCO	CA	94163			4.00	26,965
2										
3										
4										
5										
6										
7										
8										
9										
10										

26,965

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		0
2 First quarter estimated tax payment	5/10/2011	287
3 Second quarter estimated tax payment	6/9/2011	287
4 Third quarter estimated tax payment	9/8/2011	287
5 Fourth quarter estimated tax payment	12/9/2011	287
6 Other payments		0
7 Total		1,148

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	50,692
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	50,692

Total Invest - Corp Stock

Savings & Temp Inv	801214	VP0528308	FEDERATED TREAS OBL FD 68	64541 03	254359.93	285788.75
Savings & Temp Inv	801214	VP0528308	FEDERATED TREAS OBL FD 68	10983 01	10983 01	10983 01
Total Savings & Temp Inv				75524.04	75524.04	
Invest - Other	801214	589509108	MERGER FD SH BEN INT #260	2327 723	36615 08	36289 2
Invest - Other	801214	693390882	PIMCO FOREIGN BD FD USD H-INST #103	3054 011	32433 6	32311 44
Invest - Other	801214	464287804	ISHARES TR SMALLCAP 600 INDEX FD	1950	103877 91	133185
Invest - Other	801214	464287705	ISHARES S&P MIDCAP 400 VALUE	864	58232 3	65646 72
Invest - Other	801214	464287200	ISHARES S & P 500 INDEX FUND	702	65234 96	88423 92
Invest - Other	801214	51855Q655	LAUDUS MONDRIAN INTL FI-INST #2940	2628 482	30034 2	30437 82
Invest - Other	801214	464287606	ISHARES S&P MIDCAP 400 GROWTH	623	49642 67	61508 79
Invest - Other	801214	464287465	ISHARES MSCI EAFE	4762	247278 2	235861 86
Invest - Other	801214	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	5485 935	81883 5	72194 9
Invest - Other	801214	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	5664 416	75321 15	70408 69
Invest - Other	801214	922908553	VANGUARD REIT VIPER	1446	46523 48	83868
Invest - Other	801214	922042858	VANGUARD MSCI EMERGING MARKETS ETF	3968	148555 4	151617 28
Invest - Other	801214	921937827	VANGUARD SHORT TERM BOND ETF	1828	144759 32	147775 52
Invest - Other	801214	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	2277	81854 12	72476 91
Invest - Other	801214	921937819	VANGUARD INTERMEDIATE TERM B	852	68349 67	74098 44
Invest - Other	801214	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	3587 788	57741 79	60741 25
Invest - Other	801214	76628T645	RIDGEWORTH SEIX HY BD-I #5855	8748 558	75097 09	82323 93
Invest - Other	801214	22544R305	CREDIT SUISSE COMM RT ST-CO #2156	11089 96	100065 01	90715 89
Total Invest - Other					1503499.45	1589885.56
Other Assets	801214	MIX090408	LOS ANGELES, CO	1	3623.05	1
Cash	801214				402.31	402.31

Security Category	Account #	CUSIP	Asset Name	Units	Fed Cost	FMV
Invest - Corp Stock	801214	001055102	AFLAC INC	129	7157 74	5580 54
Invest - Corp Stock	801214	002824100	ABBOTT LABS	172	7694 9	9671 56
Invest - Corp Stock	801214	008252108	AFFILIATED MANAGERS GROUP, INC COM	102	6645 5	9786 9
Invest - Corp Stock	801214	037411105	APACHE CORP	51	4818 48	4619 58
Invest - Corp Stock	801214	037833100	APPLE INC	35	4975 12	14175
Invest - Corp Stock	801214	057224107	BAKER HUGHES INC COM	140	10726	6809 6
Invest - Corp Stock	801214	097023105	BOEING CO	87	6029 65	6381 45
Invest - Corp Stock	801214	126650100	CVS/CAREMARK CORPORATION	218	2771 76	8890 04
Invest - Corp Stock	801214	14040H105	CAPITAL ONE FINANCIAL CORP	129	4592 17	5455 41
Invest - Corp Stock	801214	17275R102	CISCO SYSTEMS INC	409	7134 78	7394 72
Invest - Corp Stock	801214	25243Q205	DIAGEO PLC - ADR	77	4433 79	6731 34
Invest - Corp Stock	801214	254687106	WALT DISNEY CO	219	7060 66	8212 5
Invest - Corp Stock	801214	268648102	E M C CORP MASS	256	3281 6	5514 24
Invest - Corp Stock	801214	375558103	GILEAD SCIENCES INC	118	4598 68	4829 74
Invest - Corp Stock	801214	428236103	HEWLETT PACKARD CO	177	6835 62	4559 52
Invest - Corp Stock	801214	458140100	INTEL CORP	301	6790 85	7299 25
Invest - Corp Stock	801214	478366107	JOHNSON CONTROLS INC	149	6017 63	4657 74
Invest - Corp Stock	801214	594918104	MICROSOFT CORP	223	5382 39	5789 08
Invest - Corp Stock	801214	641069406	NESTLE S A REGISTERED SHARES - ADR	117	5496 22	6752 07
Invest - Corp Stock	801214	66987V109	NOVARTIS AG - ADR	87	4280 17	4973 79
Invest - Corp Stock	801214	68389X105	ORACLE CORPORATION	238	5364 81	6104 7
Invest - Corp Stock	801214	806857108	SCHLUMBERGER LTD	87	5214 75	5942 97
Invest - Corp Stock	801214	872540109	TJX COS INC NEW	120	6248 64	7746
Invest - Corp Stock	801214	881624209	TEVA PHARMACEUTICAL INDUSTRIES - ADR	166	8712 81	6699 76
Invest - Corp Stock	801214	883556102	THERMO FISHER SCIENTIFIC INC	125	5799 74	5621 25
Invest - Corp Stock	801214	907818108	UNION PACIFIC CORP	104	7558 22	11017 76
Invest - Corp Stock	801214	38141G104	GOLDMAN SACHS GROUP INC	46	7179 87	4159 78
Invest - Corp Stock	801214	911312106	UNITED PARCEL SERVICE-CL B	88	5750 21	6440 72
Invest - Corp Stock	801214	87612E106	TARGET CORP	155	5341 98	7939 1
Invest - Corp Stock	801214	91324P102	UNITEDHEALTH GROUP INC	136	3371 2	6892 48
Invest - Corp Stock	801214	088606108	BHP BILLITON LIMITED - ADR	68	6287 96	4802 84
Invest - Corp Stock	801214	46625H100	JPMORGAN CHASE & CO	240	8227 79	7980
Invest - Corp Stock	801214	902973304	US BANCORP DEL NEW	232	6284 38	6275 6
Invest - Corp Stock	801214	03524A108	ANHEUSER-BUSCH INBEV SPN ADR	150	8420 89	9148 5
Invest - Corp Stock	801214	G24140108	COOPER INDUSTRIES PLC NEW IRELAND	81	3594 78	4386 15
Invest - Corp Stock	801214	166764100	CHEVRON CORP	84	8265 38	8937 6
Invest - Corp Stock	801214	88579Y101	3M CO	87	7537 08	7110 51
Invest - Corp Stock	801214	084670702	BERKSHIRE HATHAWAY INC	98	6791 19	7477 4
Invest - Corp Stock	801214	20825C104	CONOCOPHILLIPS	74	5937 81	5392 38
Invest - Corp Stock	801214	20030N101	COMCAST CORP CLASS A	262	4737 65	6212 02
Invest - Corp Stock	801214	150870103	CELANESE CORP	130	5587 22	5755 1
Invest - Corp Stock	801214	92857W209	VODAFONE GROUP PLC NEW ADR	202	5421 86	5662 06