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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 KEOWN, ROBERT J T/U/W		A Employer identification number 95-6226284
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 <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,163,598	J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	31,815	31,129		
	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	57,529			
	b Gross sales price for all assets on line 6a	373,681			
	7 Capital gain net income (from Part IV, line 2)		57,529		
	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	89,344	88,658	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	15,682	11,761		3,921
	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)	878	0	0	878
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	5,768	768	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)	10	0	0	10
	24 Total operating and administrative expenses. Add lines 13 through 23	22,338	12,529	0	4,809
	25 Contributions, gifts, grants paid	80,000			80,000
26 Total expenses and disbursements. Add lines 24 and 25	102,338	12,529	0	84,809	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-12,994				
b Net investment income (if negative, enter -0-)		76,129			
c Adjusted net income (if negative, enter -0-)			0		

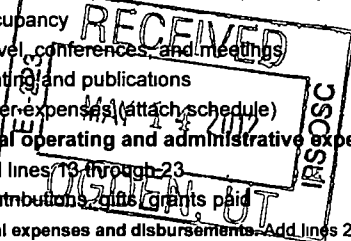
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Form **990-PF** (2011)

(HTA)

ENCLOSURE MAY 10 2012

SCANNED MAY 17 2012



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing	0	426	426		
	2	Savings and temporary cash investments	66,722	31,132	31,132		
	3	Accounts receivable	0				
		Less allowance for doubtful accounts	0	0	0		
	4	Pledges receivable	0				
		Less allowance for doubtful accounts	0	0	0		
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0		
	7	Other notes and loans receivable (attach schedule)	0				
		Less allowance for doubtful accounts	0	0	0		
	8	Inventories for sale or use	0	0			
	9	Prepaid expenses and deferred charges		0			
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0		
	b	Investments—corporate stock (attach schedule)	0	0	0		
	c	Investments—corporate bonds (attach schedule)	0	0	0		
	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)	1,001,648	1,063,865	1,132,040		
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)	1,068,370	1,095,423	1,163,598		
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 and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>					
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
27	Capital stock, trust principal, or current funds	1,068,370	1,095,423				
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)	1,068,370	1,095,423				
31	Total liabilities and net assets/fund balances (see instructions)	1,068,370	1,095,423				

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	1,068,370
2	Enter amount from Part I, line 27a	2	-12,994
3	Other increases not included in line 2 (itemize) <input type="checkbox"/> See Attached Statement	3	41,867
4	Add lines 1, 2, and 3	4	1,097,243
5	Decreases not included in line 2 (itemize) <input type="checkbox"/> See Attached Statement	5	1,820
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,095,423

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	0	0	0
b	0	0	0
c	0	0	0
d	0	0	0
e	0	0	0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a	0	0	0
b	0	0	0
c	0	0	0
d	0	0	0
e	0	0	0

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	57,529
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	64,411	1,094,012	0.058876
2009	104,748	1,045,046	0.100233
2008	77,590	1,337,376	0.058017
2007	65,492	1,553,680	0.042153
2006	65,128	1,443,565	0.045116

2 Total of line 1, column (d)	2	0.304395
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	0.060879
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,248,385
5 Multiply line 4 by line 3	5	76,000
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	761
7 Add lines 5 and 6	7	76,761
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	84,809

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	761	
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	761	
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	761	
6 Credits/Payments				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,620		
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	2,620		
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	0		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,859		
11 Enter the amount of line 10 to be Credited to 2012 estimated tax 761 Refunded	11	1,098		

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WELLS FARGO BANK N A Telephone no ► 888-730-4933 Located at ► PO Box 63954 MAC A0348-012 SAN FRANCISCO CA ZIP+4 ► 94163			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes No	X

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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	15,682	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		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 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	1,187,274
b	Average of monthly cash balances	1b	80,122
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,267,396
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	1,267,396
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	19,011
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,248,385
6	Minimum investment return. Enter 5% of line 5	6	62,419

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	62,419
2a	Tax on investment income for 2011 from Part VI, line 5	2a	761
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	761
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	61,658
4	Recoveries of amounts treated as qualifying distributions	4	40,000
5	Add lines 3 and 4	5	101,658
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	101,658

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	84,809
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	84,809
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	761
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	84,048

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				101,658
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			36,318	
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 ▶ \$ 84,809				
a Applied to 2010, but not more than line 2a			36,318	
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				48,491
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				53,167
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007	0			
b Excess from 2008	0			
c Excess from 2009	0			
d Excess from 2010	0			
e Excess from 2011	0			

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	80,000
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

<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>		Yes	No
<p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p>			
<p>(1) Cash</p>	1a(1)		X
<p>(2) Other assets</p>	1a(2)		X
<p>b Other transactions</p>			
<p>(1) Sales of assets to a noncharitable exempt organization</p>	1b(1)		X
<p>(2) Purchases of assets from a noncharitable exempt organization</p>	1b(2)		X
<p>(3) Rental of facilities, equipment, or other assets</p>	1b(3)		X
<p>(4) Reimbursement arrangements</p>	1b(4)		X
<p>(5) Loans or loan guarantees</p>	1b(5)		X
<p>(6) Performance of services or membership or fundraising solicitations</p>	1b(6)		X
<p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p>	1c		X
<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 Sulentic

4/18/2012

VP AND TAX DIRECTOR

Signature of officer or trustee

Date _____

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 _____

Check ☒ if self-employed

PTIN

JOSEPH J CASTRIANO

4/18/2012

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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KEOWN, ROBERT J T/U/W

95-6226284 Page 1 of 1

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

Name

CALIFORNIA AQUATIC THERAPY AND WELLNESS CENTER

Street

6801 LONG BEACH BOULEVARD

City

LONG BEACH

State

CA

Zip Code

90805

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,000

Name

CHRISTIAN OUTREACH APPEAL

Street

515 E 3RD STREET

City

LONG BEACH

State

CA

Zip Code

90802-3202

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,000

Name

HUNTINGTON MEMORIAL HOSPITAL

Street

100 WEST CALIFORNIA BOULEVARD

City

PASADENA

State

CA

Zip Code

91105

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,000

Name

ORANGE ELDERLY SERVICES INC

Street

170 SOUTH OLIVE STREE

City

ORANGE

State

CA

Zip Code

92866

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

Name

YWCA OF ORANGE COUNTY INC

Street

146 NORTH GRAND STREET

City

ORANGE

State

CA

Zip Code

92866

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

MEALS-ON-WHEELS GREATER SAN DIEGO

Street

2254 SAN DIEGO AVE, STE 200

City

SAN DIEGO

State

CA

Zip Code

92110

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

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

		Amount		Totals										Cost, Other Basis and Expenses		Net Gain or Loss			
		Long Term CG Distributions		Securities										373,681		316,152		57,529	
		Short Term CG Distributions		Other sales										0		0		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	CREDIT SUISSE COMM RT ST	22544R305			11/23/2010		2/7/2011	5,947	5,657				290					
2	X	CREDIT SUISSE COMM RT ST	22544R305			11/23/2010		4/29/2011	2,364	2,083				281					
3	X	DIAMOND HILL LONG-SHORT	25264S833			7/26/2010		2/7/2011	506	465				41					
4	X	DIAMOND HILL LONG-SHORT	25264S833			5/3/2011		10/21/2011	457	480				-23					
5	X	DIAMOND HILL LONG-SHORT	25264S833			7/26/2010		10/21/2011	1,155	1,076				79					
6	X	DREYFUS EMG MKT DEBT LG	261980494			2/9/2011		4/29/2011	354	333				21					
7	X	HUSSMAN STRATEGIC GROV	448108100			2/7/2008		8/15/2011	4,058	5,023				-965					
8	X	HUSSMAN STRATEGIC GROV	448108100			2/7/2008		10/21/2011	1,754	2,135				-381					
9	X	ISHARES IBOXX \$ INV GR CO	464287242			2/6/2009		2/7/2011	17,541	16,098				1,443					
10	X	ISHARES IBOXX \$ INV GR CO	464287242			5/7/2009		2/7/2011	2,139	1,939				200					
11	X	ISHARES IBOXX \$ INV GR CO	464287242			8/7/2009		2/7/2011	1,176	1,126				50					
12	X	ISHARES IBOXX \$ INV GR CO	464287242			7/22/2010		2/7/2011	1,390	1,425				-35					
13	X	ISHARES MSCI EAFE	464287465			2/7/2011		4/29/2011	956	910				46					
14	X	ISHARES MSCI EAFE	464287465			12/31/2009		4/29/2011	64	56				8					
15	X	ISHARES MSCI EAFE	464287465			12/31/2009		8/15/2011	6,490	6,727				-237					
16	X	ISHARES S&P MIDCAP 400 GR	464287606			7/22/2010		2/7/2011	8,438	6,500				1,938					
17	X	ISHARES S&P MIDCAP 400 GR	464287606			7/22/2010		4/29/2011	1,820	1,300				520					
18	X	ISHARES S&P MIDCAP 400 GR	464287606			8/15/2011		10/21/2011	1,365	1,378				-13					
19	X	ISHARES S&P MIDCAP 400 VA	464287705			2/7/2011		4/29/2011	439	417				22					
20	X	ISHARES S&P MIDCAP 400 VA	464287705			2/22/2010		4/29/2011	88	68				20					
21	X	ISHARES TR SMALLCAP 600 I	464287804			2/7/2011		4/29/2011	2,566	2,403				163					
22	X	ISHARES TR SMALLCAP 600 I	464287804			2/7/2011		10/21/2011	1,412	1,555				-143					
23	X	KEELEY SMALL CAP VAL FD	487300808			4/20/2009		2/7/2011	49,587	27,163				22,424					
24	X	MERGER FD SH BEN INT #260	589509108			5/3/2011		10/21/2011	548	561				-13					
25	X	MERGER FD SH BEN INT #260	589509108			2/9/2011		10/21/2011	849	854				-5					
26	X	PIMCO FOREIGN BD FD USD	693390882			8/17/2011		10/21/2011	1,592	1,596				-4					
27	X	SPDR DJ WILSHIRE INTERNA	78463X863			5/2/2011		8/15/2011	8,799	9,986				-1,187					
28	X	AMEX MATERIALS SPDR	81369Y100			2/22/2010		2/7/2011	317	259				58					
29	X	AMEX MATERIALS SPDR	81369Y100			7/22/2010		2/7/2011	1,468	1,152				316					
30	X	AMEX MATERIALS SPDR	81369Y100			7/22/2010		4/29/2011	1,839	1,402				437					
31	X	AMEX MATERIALS SPDR	81369Y100			7/22/2010		10/21/2011	1,653	1,557				96					
32	X	AMEX HEALTH CARE SPDR	81369Y209			2/22/2010		2/7/2011	646	631				15					
33	X	AMEX HEALTH CARE SPDR	81369Y209			7/22/2010		2/7/2011	4,037	3,576				461					
34	X	AMEX HEALTH CARE SPDR	81369Y209			4/29/2011		10/21/2011	428	459				-31					
35	X	AMEX HEALTH CARE SPDR	81369Y209			7/22/2010		10/21/2011	4,184	3,633				551					
36	X	CONSUMER STAPLES SECTO	81369Y308			2/22/2010		2/7/2011	1,904	1,767				137					
37	X	VANGUARD REIT VIPER	922908553			1/9/2004		8/15/2011	6,278	4,842				1,436					
38	X	VANGUARD REIT VIPER	922908553			8/7/2009		8/15/2011	2,056	1,415				641					
39	X	WELLS FARGO ADV INTL BON	94985D582			7/26/2010		8/15/2011	26,995	24,456				2,539					
40	X	WELLS FARGO ADV INTL BON	94985D582			5/3/2011		8/15/2011	356	345				11					
41	X	WELLS FARGO ADV INTL BON	94985D582			2/9/2011		8/15/2011	3,239	2,979				260					
42	X	TAXABLE SHORT-TERM BONI	999612906			2/15/2006		8/15/2011	7,409	7,478				-69					
43	X	TAXABLE SHORT-TERM BONI	999612906			7/22/2010		8/15/2011	1,111	1,124				-13					
44	X	TAXABLE SHORT-TERM BONI	999612906			1/7/2004		8/15/2011	5,245	5,281				-36					
45	X	TAXABLE INTERMEDIATE TER	999708902			2/15/2006		2/7/2011	3,310	3,153				157					
46	X	TAXABLE INTERMEDIATE TER	999708902			4/29/2011		8/15/2011	10,936	10,795				141					
47	X	TAXABLE INTERMEDIATE TER	999708902			4/29/2011		10/21/2011	3,916	3,937				-21					
48	X	WELLS FARGO ADV HI INC-IN	949917538			2/21/2006		2/7/2011	303	311				-8					
49	X	TAXABLE TOTAL RETURN BO	991283912			2/7/2011		4/29/2011	7,677	7,543				134					
50	X	TAXABLE TOTAL RETURN BO	991283912			2/7/2011		8/15/2011	11,704	11,284				420					
51	X	TAXABLE TOTAL RETURN BO	991283912			2/7/2011		10/21/2011	4,261	4,162				99					

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

										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		Cost, Other Basis and Expenses		Net Gain or Loss	
									Price	Other Basis	Valuation Method	Expense of Sale and Cost of Improvements		Depreciation
Long Term CG Distributions										373,681		316,152		57,529
Short Term CG Distributions										0		0		
52	X	TAXABLE SHORT-TERM BOND	998612906			7/22/2010		2/7/2011	11,288	11,319			-31	
53	X	TAXABLE SHORT-TERM BOND	998612906			7/22/2010		4/29/2011	12,254	12,362			-108	
54	X	CONSUMER STAPLES SECTO	81369Y308			7/22/2010		2/7/2011	146	134			12	
55	X	CONSUMER STAPLES SECTO	81369Y308			7/22/2010		4/29/2011	2,043	1,745			298	
56	X	AMEX CONSUMER DISCR SPI	81369Y407			7/22/2010		2/7/2011	3,644	2,921			723	
57	X	AMEX CONSUMER DISCR SPI	81369Y407			7/22/2010		4/29/2011	1,175	892			283	
58	X	AMEX CONSUMER DISCR SPI	81369Y407			7/22/2010		10/21/2011	2,306	1,814			492	
59	X	AMEX ENERGY SELECT SPDR	81369Y506			2/22/2010		2/7/2011	298	227			71	
60	X	AMEX ENERGY SELECT SPDR	81369Y506			7/22/2010		2/7/2011	6,406	4,573			1,833	
61	X	AMEX ENERGY SELECT SPDR	81369Y506			4/29/2011		8/15/2011	1,708	1,984			-276	
62	X	AMEX ENERGY SELECT SPDR	81369Y506			7/22/2010		8/15/2011	68	53			15	
63	X	AMEX FINANCIAL SELECT SPI	81369Y605			2/22/2010		2/7/2011	1,422	1,251			171	
64	X	AMEX FINANCIAL SELECT SPI	81369Y605			7/22/2010		2/7/2011	6,190	5,276			914	
65	X	AMEX FINANCIAL SELECT SPI	81369Y605			4/29/2011		10/21/2011	1,570	1,987			-417	
66	X	AMEX INDUSTRIAL SPDR	81369Y704			7/22/2010		2/7/2011	7,217	5,690			1,527	
67	X	AMEX INDUSTRIAL SPDR	81369Y704			4/29/2011		10/21/2011	517	619			-102	
68	X	AMEX INDUSTRIAL SPDR	81369Y704			7/22/2010		10/21/2011	2,878	2,597			281	
69	X	AMEX TECHNOLOGY SELECT SPI	81369Y803			2/22/2010		2/7/2011	1,581	1,293			288	
70	X	AMEX TECHNOLOGY SELECT SPI	81369Y803			7/22/2010		2/7/2011	5,789	4,719			1,070	
71	X	AMEX TECHNOLOGY SELECT SPI	81369Y803			7/22/2010		4/29/2011	587	481			106	
72	X	AMEX TECHNOLOGY SELECT SPI	81369Y803			7/22/2010		8/15/2011	3,388	3,037			351	
73	X	AMEX UTILITIES SPDR	81369Y886			7/22/2010		2/7/2011	637	605			32	
74	X	AMEX UTILITIES SPDR	81369Y886			7/22/2010		4/29/2011	495	454			41	
75	X	TEMPLETON GLOBAL BOND F	880208400			11/19/2007		2/7/2011	25,506	22,155			3,351	
76	X	TEMPLETON GLOBAL BOND F	880208400			10/17/2008		2/7/2011	141	114			27	
77	X	VANGARD MSCI EMERGING N	922042858			2/7/2011		4/29/2011	1,508	1,408			100	
78	X	VANGARD MSCI EMERGING N	922042858			7/22/2008		4/29/2011	2,061	1,832			229	
79	X	VANGUARD REIT VIPER	922908553			2/15/2008		2/7/2011	2,627	2,636			-9	
80	X	VANGUARD REIT VIPER	922908553			1/9/2004		2/7/2011	7,653	5,783			1,870	
81	X	VANGUARD REIT VIPER	922908553			1/9/2004		4/29/2011	19,096	13,336			5,760	

Line 16b (990-PF) - Accounting Fees

		878	0	0	878
	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	878			878
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	2,380			
2	ESTIMATED EXCISE TAX PAID	2,620			
3	FOREIGN TAX WITHHELD	768	768		
4					
5					
6					
7					
8					
9					
10					
		5,768	768	0	0

Line 23 (990-PF) - Other Expenses

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

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

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

1	MUTUAL FUND & CTF INCOME ADDITIONS	1	613
2	REDEPOSIT OF UNCLAIMED	2	40,000
3	COST BASIS ADJUSTMENT	3	1,254
4	Total	4	41,867

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

1	MUTUAL FUND & CTF INCOME SUBTRACTION	1	1,366
2	UNDISTRIBUTED CTF CAPITAL LOSS	2	454
3	Total	3	1,820

Long Term CG Distributions	2,833
Short Term CG Distributions	3,523

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

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						Long Term CG Distributions	Short Term CG Distributions								
						2,833	3,523								51,173
59	AMEX ENERGY SELECT SPDR	81369Y506		2/22/2010	2/7/2011			298	0	227	71			0	71
60	AMEX ENERGY SELECT SPDR	81369Y506		7/22/2010	2/7/2011			6,406	0	4,573	1,833			0	1,833
61	AMEX ENERGY SELECT SPDR	81369Y506		4/29/2011	8/15/2011			1,708	0	1,984	-276			0	-276
62	AMEX ENERGY SELECT SPDR	81369Y506		7/22/2010	8/15/2011			68	0	53	15			0	15
63	AMEX FINANCIAL SELECT SPDR	81369Y605		2/22/2010	2/7/2011			1,422	0	1,251	171			0	171
64	AMEX FINANCIAL SELECT SPDR	81369Y605		7/22/2010	2/7/2011			6,190	0	5,276	914			0	914
65	AMEX FINANCIAL SELECT SPDR	81369Y605		4/29/2011	10/21/2011			1,570	0	1,987	-417			0	-417
66	AMEX INDUSTRIAL SPDR	81369Y704		7/22/2010	2/7/2011			7,217	0	5,690	1,527			0	1,527
67	AMEX INDUSTRIAL SPDR	81369Y704		4/29/2011	10/21/2011			517	0	619	-102			0	-102
68	AMEX INDUSTRIAL SPDR	81369Y704		7/22/2010	10/21/2011			2,878	0	2,597	281			0	281
69	AMEX TECHNOLOGY SELECT SPDR	81369Y803		2/22/2010	2/7/2011			1,581	0	1,293	288			0	288
70	AMEX TECHNOLOGY SELECT SPDR	81369Y803		7/22/2010	2/7/2011			5,789	0	4,719	1,070			0	1,070
71	AMEX TECHNOLOGY SELECT SPDR	81369Y803		7/22/2010	4/29/2011			587	0	481	106			0	106
72	AMEX TECHNOLOGY SELECT SPDR	81369Y803		7/22/2010	8/15/2011			3,388	0	3,037	351			0	351
73	AMEX UTILITIES SPDR	81369Y886		7/22/2010	2/7/2011			637	0	605	32			0	32
74	AMEX UTILITIES SPDR	81369Y886		7/22/2010	4/29/2011			495	0	454	41			0	41
75	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		11/19/2007	2/7/2011			25,506	0	22,155	3,351			0	3,351
76	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		10/17/2008	2/7/2011			141	0	114	27			0	27
77	VANGARD MSCI EMERGING MARKETS	922042858		2/7/2011	4/29/2011			1,508	0	1,408	100			0	100
78	VANGARD MSCI EMERGING MARKETS	922042858		7/22/2008	4/29/2011			2,081	0	1,832	229			0	229
79	VANGUARD REIT VIPER	922908553		2/15/2008	2/7/2011			2,627	0	2,636	-9			0	-9
80	VANGUARD REIT VIPER	922908553		1/9/2004	2/7/2011			7,653	0	5,783	1,870			0	1,870
81	VANGUARD REIT VIPER	922908553		1/9/2004	4/29/2011			19,096	0	13,336	5,760			0	5,760

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	5/10/2011	2	655
3 Second quarter estimated tax payment	6/9/2011	3	655
4 Third quarter estimated tax payment	9/8/2011	4	655
5 Fourth quarter estimated tax payment	12/9/2011	5	655
6 Other payments		6	0
7 Total		7	2,620

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

1	Distnbutable amounts for 2010 that remained undistnbuted at the beginning of the 2011 tax year	1	<u>36,318</u>
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	<u>36,318</u>

KEOWN, ROBERT J. T/UW

3307230-000

EIN: 95-6226284

Security Category	Account #	CUSIP	Asset Name	Units	Fed Cost	FMV
Invest - Other	3307230-000	999612906	TAXABLE SHORT-TERM BOND FUND	2877.66	23401.26	23280.25
Invest - Other	3307230-000	999708902	TAXABLE INTERMEDIATE TERM BD FD	5783.22	56087.81	58815.35
Invest - Other	3307230-000	991283912	TAXABLE TOTAL RETURN BOND FUND	7657.58	53651.61	59193.1
Invest - Other	3307230-000	140995127	CAPITAL PARTNERS CORE EQUITY FUND	6047.03	60825.67	66517.3
Invest - Other	3307230-000	589509108	MERGER FD SH BEN INT #260	1478.91	23269.87	23056.13
Invest - Other	3307230-000	693390882	PIMCO FOREIGN BD FD USD H-INST #103	1972.95	20992.2	20873.82
Invest - Other	3307230-000	81369Y308	CONSUMER STAPLES SECTOR SPDR TR	609	16352.2	19786.41
Invest - Other	3307230-000	81369Y605	AMEX FINANCIAL SELECT SPDR	1852	26497.02	24076
Invest - Other	3307230-000	81369Y100	AMEX MATERIALS SPDR	95	2958.89	3182.5
Invest - Other	3307230-000	81369Y803	AMEX TECHNOLOGY SELECT SPDR	1192	26041.14	30336.4
Invest - Other	3307230-000	81369Y506	AMEX ENERGY SELECT SPDR	307	16325.37	21222.91
Invest - Other	3307230-000	81369Y886	AMEX UTILITIES SPDR	120	3861.79	4317.6
Invest - Other	3307230-000	464287804	ISHARES TR SMALLCAP 600 INDEX FD	1127	78170.93	76974.1
Invest - Other	3307230-000	464287705	ISHARES S&P MIDCAP 400 VALUE	510	34973.45	38749.8
Invest - Other	3307230-000	464287606	ISHARES S&P MIDCAP 400 GROWTH	369	30958.88	36431.37
Invest - Other	3307230-000	464287465	ISHARES MSCI LEAFE	2804	127571.69	138882.12
Invest - Other	3307230-000	81369Y704	AMEX INDUSTRIAL SPDR	493	14370.33	16638.75
Invest - Other	3307230-000	81369Y209	AMEX HEALTH CARE SPDR	502	14362.16	17414.38
Invest - Other	3307230-000	81369Y407	AMEX CONSUMER DISCR SPDR	377	11559.64	14710.54
Invest - Other	3307230-000	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	3359.34	49541.66	44208.95
Invest - Other	3307230-000	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	3707.86	50434.29	46088.67
Invest - Other	3307230-000	94985D582	WELLS FARGO ADV INTL BOND-IS #4705	1837.53	21021.38	20856
Invest - Other	3307230-000	922908553	VANGUARD REIT VIPER	888	30697.23	51504
Invest - Other	3307230-000	922042858	VANGUARD MSCI EMERGING MARKETS ETF	2326	84941.7	88876.46
Invest - Other	3307230-000	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	1304	38992.91	41506.32
Invest - Other	3307230-000	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	2138.51	33125.47	36204.92
Invest - Other	3307230-000	949917538	WELLS FARGO ADV HI INC-INS #3110	7188.42	51312.9	52475.5
Invest - Other	3307230-000	22544R305	CREDIT SUISSE COMM RT ST-CO #2156	6828.92	61566.27	55860.54
					<u>1063865.7</u>	<u>1132040.2</u>
Savings & Temp Inv	3307230-000	VP0528308	FEDERATED TREAS OBL FD 68	13136.3	13136.33	13136.33
Savings & Temp Inv	3307230-000	VP0528308	FEDERATED TREAS OBL FD 68	17996.5	17996.45	17996.45
					<u>31132.78</u>	<u>31132.78</u>
Cash	3307230-000				425.61	425.61