21-10-001-9438038

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 FEB 1, 2011 **, and ending** JAN 31, 2012

Name of foundation
JULIUS L & LIBBIE B STEINSAPIR FDN
C/O PNC BANK NA

Number and street (or P O box number if mail is not delivered to street address): PO BOX 94651
Room/suite:

City or town, state, and ZIP code
CLEVELAND, OH 44101-4651

A Employer identification number 25-6104248

B Telephone number 800-622-8036

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 1,850,865.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

			(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			N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	29.	29.		STATEMENT 1
	4	Dividends and interest from securities	41,413.	41,413.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	156,453.			
	b	Gross sales price for all assets on line 6a 995,148.				
	7	Capital gain net income (from Part IV, line 2)		156,453.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	**Total.** Add lines 1 through 11	197,895.	197,895.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	24,000.	12,000.		12,000.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 3	700.	0.		700.
	c	Other professional fees STMT 4	18,899.	18,899.		0.
	17	Interest				
	18	Taxes STMT 5	672.	13.		0.
	19	Depreciation and depletion				
	20	Occupancy	5,943.	0.		5,943.
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	50,214.	30,912.		18,643.
	25	Contributions, gifts, grants paid	86,500.			86,500.
	26	**Total expenses and disbursements.** Add lines 24 and 25	136,714.	30,912.		105,143.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	61,181.			
	b	**Net investment income** (if negative, enter -0-)		166,983.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

				Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		1,247.		
	2	Savings and temporary cash investments		72,847.	17,777.	17,777.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations	STMT 7	100,975.	100,975.	132,468.
	b	Investments - corporate stock	STMT 8	1,330,264.	1,332,668.	1,482,344.
	c	Investments - corporate bonds	STMT 9	86,596.	201,596.	218,276.
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other				
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶				
	15	Other assets (describe ▶)				
	16	**Total assets** (to be completed by all filers)		1,591,929.	1,653,016.	1,850,865.
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	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		1,591,929.	1,653,016.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		0.	0.	
	30	**Total net assets or fund balances**		1,591,929.	1,653,016.	
	31	**Total liabilities and net assets/fund balances**		1,591,929.	1,653,016.	

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	1,591,929.
2	Enter amount from Part I, line 27a	2	61,181.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	28.
4	Add lines 1, 2, and 3	4	1,653,138.
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	122.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,653,016.

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	SALES OF PUBLICALLY TRADED SECURITIES			
b	CLASS ACTION SETTLEMENTS			
c	CAPITAL GAINS DIVIDENDS			
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	987,307.		838,695.	148,612.
b				0.
c	7,841.			7,841.
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) 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				148,612.
b				0.
c				7,841.
d				
e				

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 } 2 156,453.

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). If (loss), enter -0- in Part I, line 8 } 3 N/A

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 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	98,141.	1,756,387.	.055877
2009	100,948.	1,672,018.	.060375
2008	121,103.	1,991,473.	.060811
2007	119,621.	2,612,189.	.045793
2006	115,522.	2,659,133.	.043443

2	**Total** of line 1, column (d)	2	.266299
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	.053260
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,850,195.
5	Multiply line 4 by line 3	5	98,541.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,670.
7	Add lines 5 and 6	7	100,211.
8	Enter qualifying distributions from Part XII, line 4	8	105,143.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ **(attach copy of letter if necessary-see instructions)** b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			1	1,670.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	1,670.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	1,670.
6 Credits/Payments:				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	400.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	400.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	1,270.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶		**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a 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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see 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.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0. e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
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*	2		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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ PA			
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*	8b	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*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ PNC BANK NA Telephone no. ▶ 800-622-8036

Located at ▶ PO BOX 94651, CLEVELAND, OH ZIP+4 ▶ 44101-4651

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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
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 ▶ ______, ______, ______, ______				
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.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
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.)*	N/A	3b		
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

Form **990-PF** (2011)

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)? ☐ 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)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

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? N/A **7b**

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.

(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
MARTIN A MALLIT 5604 SOLWAY STREET, STE 208 PITTSBURGH, PA 15217	C0-TRUSTEE 9.00	8,000.	0.	0.
HAROLD ASH 5604 SOLWAY STREET, STE 208 PITTSBURGH, PA 15217	CO-TRUSTEE 9.00	8,000.	0.	0.
ALBERTA SHAPIRA 5604 SOLWAY STREET, STE 208 PITTSBURGH, PA 15217	C0-TRUSTEE 9.00	8,000.	0.	0.

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

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

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 N/A	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	0.
2	
All other program-related investments. See instructions. 3 N/A	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	1,878,371.
b	Average of monthly cash balances		1b	
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	1,878,371.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	1,878,371.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	28,176.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	1,850,195.
6	**Minimum investment return.** Enter 5% of line 5		6	92,510.

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	92,510.
2a	Tax on investment income for 2011 from Part VI, line 5	2a 1,670.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	1,670.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	90,840.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	90,840.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	90,840.

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	105,143.
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	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	105,143.
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	5	1,670.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	103,473.

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				90,840.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			53,212.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 105,143.				
a Applied to 2010, but not more than line 2a			53,212.	
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				51,931.
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		0.		
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 instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				38,909.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	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				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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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)

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

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:

MARTIN MALLITT, 412-768-4259
C/O PNC BANK NA, 2 PNC PLAZA, 25TH FL, PITTSBURGH, PA 15222

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

NO REQUIRED FORM

c Any submission deadlines:

NONE

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

ALL RECIPIENTS MUST BE TAX EXEMPT ORGANIZATIONS.

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ACCESS EXCHANGE INTERNATIONAL 112 SAN PABLO AVENUE SAN FRANCISCO, CA 94127	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
THE ALEPH INSTITUTE 5804 BEACON STREET PITTSBURGH, PA 15217	NONE	PUBLIC CHARITY	GENERAL SUPPORT	6,000.
ALLEY CAT ALLIES 7920 NORFOLK AVE STE 600 BETHESDA, MD 20814	NONE	PUBLIC CHARITY	GENERAL SUPPORT	250.
ANIMAL FRIENDS INC 562 CAMP HORNE ROAD PITTSBURGH, PA 15237	NONE	PUBLIC CHARITY	GENERAL SUPPORT	500.
ANIMAL PROTECTION INSTITUTE PO BOX 22505 SACRAMENTO, CA 95822	NONE	PUBLIC CHARITY	GENERAL SUPPORT	200.
Total SEE CONTINUATION SHEET(S)			▶ 3a	86,500.
b Approved for future payment NONE				
Total			▶ 3b	0.

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	29.	
4 Dividends and interest from securities			14	41,413.	
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	156,453.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		197,895.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 197,895.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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
N/A		

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

▶ TRUSTEE | 6-6-12 ▶ TRUSTEE
Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
JEFF ROBERTS	Jeff Roberts	05/24/12		P00121272

Firm's name ▶ PNC BANK NA
Firm's EIN ▶ 22-1146430
Firm's address ▶ PO BOX 94651
CLEVELAND, OH 44101-4651
Phone no. 880-662-8036

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ANIMAL RESCUE LEAGUE OF WESTERN PA 6620 HAMILTON AVENUE PITTSBURGH, PA 15206	NONE	PUBLIC CHARITY	GENERAL SUPPORT	500.
BETH ABRAHAM CONGREGATION 2715 MURRAY AVE SUITE 214 PITTSBURGH, PA 15217	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
CARRIAGE HOUSE CHILDRENS CENTER 5604 SOLWAY STREET PITTSBURGH, PA 15217	NONE	PUBLIC CHARITY	GENERAL SUPPORT	4,000.
CHABAD LUBAVITCH OF THE SOUTH HILLS 1701 MCFARLAND ROAD PITTSBURGH, PA 15216	NONE	PUBLIC CHARITY	GENERAL SUPPORT	500.
DELTA RESCUE PO BOX 9 GLENDALE, CA 91209	NONE	PUBLIC CHARITY	GENERAL SUPPORT	500.
DEFENDERS OF WILDLIFE 1130 17TH STREET NW WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	GENERAL SUPPORT	200.
DOCTORS WITHOUT BORDERS PO BOX 5030 HAGERSTOWN, MD 21741	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
FRANCISCAN FATHERS THIRD ORDER REG 317 WEST PIKE STREET CANONSBURG, PA 15317	NONE	PUBLIC CHARITY	GENERAL SUPPORT	250.
FRAXA RESEARCH FOUNDATION 45 PLEASEANT STREET NEWBURYPORT, MA 01950	NONE	PUBLIC CHARITY	GENERAL SUPPORT	750.
FUND FOR FERAL CATS 3207 SHADY AVENUE PITTSBURGH, PA 15217	NONE	PUBLIC CHARITY	GENERAL SUPPORT	500.
Total from continuation sheets				78,550.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
GREENPEACE PO BOX 90136 FREDERICKSBURG, VA 22404	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
JEWISH ASSOCIATION ON AGING 200 JHF DRIVE PITTSBURGH, PA 15217	NONE	PUBLIC CHARITY	GENERAL SUPPORT	8,000.
JEWISH CEMETERY AND BURIAL ASSOC PO BOX 81863 PITTSBURGH, PA 15217	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
JEWISH NATIONAL FUND 5915 BEACON STREET PITTSBURGH, PA 15217	NONE	PUBLIC CHARITY	GENERAL SUPPORT	500.
JEWISH RESIDENTAL SERVICES 4905 FIFTH AVENUE SUITE 3 PITTSBURGH, PA 15213	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,250.
JUBILEE ASSOCIATION INC PO BOX 42251 PITTSBURGH, PA 15203	NONE	PUBLIC CHARITY	GENERAL SUPPORT	500.
KETHER TORAH CEMETERY 5706 BARTLETT STREET PITTSBURGH, PA 15217	NONE	PUBLIC CHARITY	GENERAL SUPPORT	500.
LITTLE SISTERS OF THE POOR 1028 BENTON AVENUE PITTSBURGH, PA 15212	NONE	PUBLIC CHARITY	GENERAL SUPPORT	500.
MUNROEVILLE FIRE COMPANY NO 6 600 GARDEN CITY DRIVE MONROEVILLE, PA 15146	NONE	PUBLIC CHARITY	GENERAL SUPPORT	750.
NA'AMAT 6328 FORBES AVENUE PITTSBURGH, PA 15217	NONE	PUBLIC CHARITY	GENERAL SUPPORT	250.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
NATIONAL COUNCIL OF JEWISH WOMEN 1620 MURRAY AVE PITTSBURGH, PA 15217	NONE	PUBLIC CHARITY	GENERAL SUPPORT	250.
NATIONAL WILDLIFE FEDERATION PO BOX 1691 MERRIFIELD, VA 22116	NONE	PUBLIC CHARITY	GENERAL SUPPORT	200.
OPERATION SMILE 6435 TIDEWATER DRIVE NORFOLK, VA 32509	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
PEOPLE FOR THE ETHICAL TREATMENT OF ANIMALS PO BOX 96684 WASHINGTON, DC 20090	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
PITTSBURGH ASSOC FOR THE EDUCATION OF YOUNG CHILDREN 5604 SOLWAY STREET PITTSBURGH, PA 15217	NONE	PUBLIC CHARITY	GENERAL SUPPORT	750.
PITTSBURGH KOLLEL BETH YITZHOK 5808 BEACON STREET PITTSBURGH, PA 15217	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,000.
PITTSBURGH ZOO AND PPG AQUARIUM ONE WILD PLACE PITTSBURGH, PA 15206	NONE	PUBLIC CHARITY	GENERAL SUPPORT	500.
RAINBOW KITCHEN COMM SERVICES 135 EAST NINTH AVENUE HOMESTEAD, PA 15120	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,500.
RIVERVIEW TOWERS 52 GARETTA STREET PITTSBURGH, PA 15217	NONE	PUBLIC CHARITY	GENERAL SUPPORT	2,750.
THE SALVATION ARMY 700 NORTH BELL AVENUE CARNEGIE, PA 15106	NONE	PUBLIC CHARITY	GENERAL SUPPORT	250.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SISTERS OF DIVINE PROVIDENCE 9000 BABCOCK BOULEVARD ALLISON PARK, PA 15101	NONE	PUBLIC CHARITY	GENERAL SUPPORT	250.
TEMPLE DAVID 4415 NORTHERN PIKE MONROEVILLE, PA 15146	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
TEMPLE SINAI DENVER 3508 SOUTH GLENCOE STREET DENVER, CO 80237	NONE	PUBLIC CHARITY	GENERAL SUPPORT	500.
TORAH ONE ON ONE 2202 SHADY AVENUE PITTSBURGH, PA 15217	NONE	PUBLIC CHARITY	GENERAL SUPORT	1,500.
TRANSITIONAL SERVICES INC 806 WEST STREET HOMESTEAD, PA 15120	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
UNITED JEWISH FEDERATION 243 MCKEE PLACE PITTSBURGH, PA 15213	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,500.
WORLD WILDLIFE FUND 1250 TWENTYFOURTH STREET NW WASHINGTON, DC 20077	NONE	PUBLIC CHARITY	GENERAL SUPPORT	200.
YESHIVA ACHEI TMIMIN SCHOOL 2100 WIGHTMAN STREET PITTSBURGH, PA 15217	NONE	PUBLIC CHARITY	GENERAL SUPPORT	16,500.
ANTI DEFAMATION LEAGUE 605 THIRD AVENUE NEW YORK, NY 10158	NONE	PUBLIC CHARITY	GENERAL SUPPORT	500.
BETH HAMEDRASH HAGODOL-BETH 709 FORBES AVENUE PITTSBURGH, PA 15219	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
Total from continuation sheets				

JULIUS L & LIBBIE B STEINSAPIR FDN
C/O PNC BANK NA 25-6104248

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
DUQUENSE UNIVERSITY OF LAW 600 FORBES AVENUE PITTSBURGH, PA 15282	NONE	PUBLIC CHARITY	GENERAL SUPPORT	500.
THE FUNDS FOR ANIMALS PO BOX 52182 PHOENIX, AZ 85072	NONE	PUBLIC CHARITY	GENERAL SUPPORT	200.
THE HUMANE SOCIETY PO BOX 52137 PHOENIX, AZ 85072	NONE	PUBLIC CHARITY	GENERAL SUPPORT	250.
NATIONAL ANTI-VIVISECTION SOCIETY 3071 PAYSHERE CIRCLE CHICAGO, IL 60674	NONE	PUBLIC CHARITY	GENERAL SUPPORT	300.
OHAV SHALOM TEMPLE 8400 THOMPSON RUN ROAD ALLISON PARK, PA 15101	NONE	PUBLIC CHARITY	GENERAL SUPPORT	250.
POALE ZEDECK CONGREGATION 6318 PHILIPS AVENUE PITTSBURGH, PA 15217	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
SHAARE TORAH CEMETERY 22319 MURRAY AVENUE PITTSBURGH, PA 15217	NONE	PUBLIC CHARITY	GENERAL SUPPORT	250.
UNITED MITOCHONDRIAL DISEASE FOUNDATION 8085 SALTSBURG ROAD PITTSBURGH, PA 15239	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
ANGLICAN DIOCESE OF PITTSBURGH ONE ALLEGHENY SQUARE SUITE 650 PITTSBURGH, PA 15212	NONE	PUBLIC CHARITY	GENERAL SUPPORT	2,500.
READY YOURSELVES YOUTH RANCE 110 PAIGE DRIVE ROCHESTER, PA 15074	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,500.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
MONEY MARKET AND TEMPORARY INVESTMENTS	29.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	29.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
TRUST INVESTMENT INCOME	49,254.	7,841.	41,413.
TOTAL TO FM 990-PF, PART I, LN 4	49,254.	7,841.	41,413.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	700.	0.		700.
TO FORM 990-PF, PG 1, LN 16B	700.	0.		700.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PNC INVESTMENT MANAGEMENT FEE	18,899.	18,899.		0.
TO FORM 990-PF, PG 1, LN 16C	18,899.	18,899.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PRIOR YEAR TAX BALANCE DUE	259.	0.		0.
ESTIMATED TAX PAID	400.	0.		0.
FOREIGN TAX PAID	13.	13.		0.
TO FORM 990-PF, PG 1, LN 18	672.	13.		0.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 6

DESCRIPTION	AMOUNT
POSTED CURR YR TAXED PRIOR YR	3.
REIMBURSEMENT OF CHECKING ACCOUNT FEES	25.
TOTAL TO FORM 990-PF, PART III, LINE 3	28.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVT OBLIGATIONS	X		100,975.	132,468.
TOTAL U.S. GOVERNMENT OBLIGATIONS			100,975.	132,468.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			100,975.	132,468.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES	1,332,668.	1,482,344.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,332,668.	1,482,344.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME	201,596.	218,276.
TOTAL TO FORM 990-PF, PART II, LINE 10C	201,596.	218,276.

Summary

Portfolio value

Income		**Principal**		**Total**	
Income on January 31	$4,786.93	Principal on January 31	$1,846,078.71	Total portfolio value on January 31	$1,850,865.64
Income on January 1	16,574.76	Principal on January 1	1,771,581.28	Total portfolio value on January 1	1,788,156.04
Change in value	- $11,787.83	Change in value	$74,497.43	Total change in value	$62,709.60

Portfolio value by asset class

Income	Value Jan 31	Value Jan 1	Change in value	Tax cost*
Cash and cash equivalents	$4,786.93	$16,574.76	- $11,787.83	$4,786.93

Principal	Value Jan 31	Value Jan 1	Change in value	Tax cost*
Cash and cash equivalents	$12,989 93	$12,364 99	$624.94	$12,989.93
Fixed income	350,744.46	346,698.45	4,046.01	302,570.50
Equities	1,482,344.32	1,412,517.84	69,826.48	1,332,668 34
Total	**$1,850,865.64**	**$1,788,156.04**	**$62,709.60**	**$1,653,015.70**

* *We use tax cost to calculate the cost of your portfolio When this information is not available for all assets, your portfolio's tax cost may be understated To determine if we have tax cost information for all your assets, call John Montoya your Account Advisor.*

Detail

Portfolio - income

Cash and cash equivalents

Mutual funds - money market

Description	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
PNC MONEY MARKET FUND FUND #417	$16,574 76 4,786 930	$4,786 93 $1 0000	0 26 %	$4,786 93 $1 00		0 05 %	$2 39	$0 49

Portfolio - principal

Cash and cash equivalents

Mutual funds - money market

Description	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
PNC MONEY MARKET FUND FUND #417	$12,364 99 12,989 930	$12,989 93 $1 0000	0.71 %	$12,989 93 $1 00		0 06 %	$6.50	$0 51

Fixed income

Treasury bonds

Description (Cusip)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
USA TREASURY BOND 07 500% DUE 11/15/2016 RATING AAA (912810DX3)	$131,890 00 100,000	$132,468 00 $132 4680	7 16 %	$100,975 00 $100 98	$31,493 00	5.67 %	$7,500 00	$1,607 14

Detail

Etf - fixed income

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
ISHARES IBOXX $ INVESTOP (LQD) INVESTMENT GRADE CORP BD FD ETF	$34,128 00 300	$34,860 00 $116 2000	1 89 %	$28,044 00 $93 48	$6,816 00	4 27 %	$1,487 70	
VANGUARD TOTAL BOND MARKET (BND) ETF	41,770 00 500	42,035 00 84 0700	2 28 %	38,551 50 77 10	3,483 50	3 07 %	1,288 50	
Total etf - fixed income		**$76,895.00**	**4.16 %**	**$66,595.50**	**$10,299.50**	**3.61 %**	**$2,776.20**	

Mutual funds - fixed income

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
DODGE & COX INCOME FUND (DODIX)	$50,037.62 3,762 227	$51,091.04 $13 5800	2 77 %	$50,000 00 $13 29	$1,091 04	4 06 %	$2,072 99	
FIDELITY ADVISOR FLOATING HIGH (FFRIX) INCOME FUND I FUND #279	19,493 92 2,024 291	19,777 32 9 7700	1 07 %	20,000 00 9 88	- 222 68	3 23 %	637 65	51 91
T ROWE PRICE SHORT TERM BOND FD (PRWBX) FD #55	24,793 81 5,154 639	24,948 45 4 8400	1 35 %	25,000.00 4 85	- 51 55	2 26 %	561 86	40 15
VANGUARD FIXED INCOME SECS FD (VIPSX) INFLATION-PROTECTED SECS FD #119	44,585 10 3,159 823	45,564 65 14 4200	2 47 %	40,000 00 12 66	5,564 65	3.94 %	1,791 62	
Total mutual funds - fixed income		**$141,381.46**	**7.64 %**	**$135,000.00**	**$6,381.46**	**3.58 %**	**$5,064.12**	**$92.06**
Total fixed income		**$350,744.46**	**18.95 %**	**$302,570.50**	**$48,173.96**	**4.37 %**	**$15,340.32**	**$1,699.20**

Detail

Equities

Stocks

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
COVIDIEN PLC (COV) ISIN IE00B68SQD29 SEDOL B68SQD2	$14,628 25 325	$16,737 50 $51 5000	0 91 %	$16,131 35 $49 64	$606 15	1 75 %	$292 50	$73 13
AT&T INC (T)	11,188 80 370	10,881 70 29 4100	0 59 %	9,965 35 26 93	916.35	5 99 %	651.20	162 80
ALLERGAN INC (AGN)	17,548 00 200	17,582 00 87 9100	0 95 %	14,013 96 70 07	3,568 04	0 23 %	40 00	
AMERICAN EXPRESS CO (AXP)	11,320 80 240	12,033 60 50 1400	0 66 %	10,379 57 43 25	1,654 03	1.44 %	172.80	43.20
AMERISOURCEBERGEN CORP (ABC)	11,157 00 300	11,691 00 38 9700	0 64 %	8,328 60 27 76	3,362 40	1.34 %	156 00	
AMERIPRISE FINANCIAL INC (AMP)	13,402 80 270	14,458 50 53 5500	0 79 %	11,327 78 41 96	3,130 72	2 10 %	302 40	
APPLE INC (AAPL)	36,450 00 90	41,083.20 456 4800	2.22 %	12,580 72 139 79	28,502 48			
BANK OF AMERICA CORP (BAC)	3,836 40 690	4,919.70 7 1300	0 27 %	11,832 88 17 15	- 6,913.18	0 57 %	27 60	
BORG WARNER INC (BWA)	10,835 80 170	12,687 10 74 6300	0 69 %	13,067 59 76 87	- 380 49	0 65 %	81 60	
BRISTOL MYERS SQUIBB CO (BMY)	11,981 60 340	10,961 60 32 2400	0 60 %	11,981 53 35 24	- 1,019 93	4 22 %	462 40	115 60
CAPITAL ONE FINANCIAL CORP (COF)	11,841 20 280	12,810 00 45 7500	0 70 %	11,742 97 41 94	1,067 03	0 44 %	56 00	
CELANESE CORP-SERIES A (CE)	11,067 50 250	12,177 50 48 7100	0.66 %	5,486 10 21 94	6,691 40	0.50 %	60 00	15 00
CHEVRON CORPORATION (CVX)	30,856.00 290	29,904.80 103.1200	1 62 %	17,664.83 60 91	12,239 97	3.15 %	939.60	
CHUBB CORP (CB)	15,228 40 220	14,830 20 67 4100	0 81 %	9,178 98 41 72	5,651 22	2 32 %	343 20	
CISCO SYSTEMS INC (CSCO)	11,390 40 790	15,519 55 19 6450	0 84 %	14,523 70 18 38	995 85	1 23 %	189 60	
CITIGROUP INC (C)	8,445 51 321	9,861 12 30 7200	0 54 %	14,348 70 44 70	- 4,487.58	0 14 %	12 84	

Detail

Equities
Stocks

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
COCA COLA CO (KO)	15,393.40 220	14,856 60 67 5300	0 81 %	14,361 60 65 28	495 00	2.79 %	413 60	
COMCAST CORPORATION CL A (CMCSA)	13,277 60 560	14,884 80 26 5800	0 81 %	13,232 80 23 63	1,652 00	1 70 %	252.00	
CONOCOPHILLIPS (COP)	11,659 20 160	10,913 60 68 2100	0 59 %	11,475 20 71 72	- 561.60	3 88 %	422 40	
CUMMINS INC (CMI)	9,682 20 110	11,440 00 104 0000	0 62 %	5,843.49 53 12	5,596 51	1.54 %	176.00	
DOLLAR TREE INC (DLTR)	18,284.20 220	18,656 00 84 8000	1 01 %	7,240 66 32 91	11,415 34			
DOVER CORP (DOV)	13,932 00 240	15,218 40 63 4100	0 83 %	15,583.20 64 93	- 364 80	1 99 %	302 40	
DUPONT E I DE NEMOURS & CO (DD)	11,445.00 250	12,722 50 50 8900	0.69 %	13,555 00 54 22	- 832 50	3 23 %	410 00	
EMC CORP (EMC)	13,354 80 620	15,971 20 25 7600	0 87 %	10,674 66 17 22	5,296 54			
EQT CORPORATION (EQT)	15,341 20 280	14,145 60 50 5200	0 77 %	14,815.68 52 91	- 670 08	1 75 %	246.40	
EATON CORP (ETN)	11,753.10 270	13,238 10 49 0300	0 72 %	14,604 22 54 09	- 1,366.12	3.11 %	410 40	
EBAY INC (EBAY)	10,008.90 330	10,426 35 31 5950	0 57 %	8,596.40 26 05	1,829 95			
EQUITY RESIDENTIAL (EQR) SH BEN INT REIT	9,695 10 170	10,123 50 59 5500	0 55 %	9,314 30 54 79	809 20	3.82 %	385 90	
EXXON MOBIL CORP (XOM)	36,446 80 430	36,008 20 83 7400	1 95 %	30,332 92 70 54	5,675 28	2.25 %	808 40	
FMC CORPORATION NEW (FMC)	10,324 80 120	11,121 60 92 6800	0 61 %	10,400 04 86 67	721 56	0 65 %	72 00	
GENERAL ELECTRIC CO (GE)	12,716 10 710	13,284 10 18 7100	0 72 %	14,022 35 19 75	- 738 25	3 64 %	482 80	
GOOGLE INC-CL A (GOOG)	25,836 00 40	23,204.40 580 1100	1 26 %	22,428 31 560 71	776 09			

Detail

Equities

Stocks

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
THE HERSHEY COMPANY (HSY)	18,534 00	18,324 00	1 00 %	16,260 93	2,063 07	2 26 %	414 00	
	300	61 0800		54 20				
HOME DEPOT INC (HD)		15,092 60	0 82 %	14,786 36	306 24	2.62 %	394.40	
	340	44 3900		43 49				
INTEL CORP (INTC)	15,762 50	17,173 00	0 93 %	13,778.18	3,394 82	3 18 %	546 00	
	650	26 4200		21 20				
INTERNATIONAL BUSINESS MACHS (IBM)	18,388 00	19,260 00	1.05 %	11,321 00	7,939 00	1 56 %	300.00	
CORP	100	192 6000		113 21				
JPMORGAN CHASE & CO (JPM)	17,955 00	20,142 00	1 09 %	15,511 71	4,630 29	2 69 %	540.00	
	540	37 3000		28 73				
JOHNSON & JOHNSON (JNJ)	23,608 80	23,727 60	1 29 %	18,896 20	4,831 40	3 46 %	820.80	
	360	65 9100		52 49				
JOY GLOBAL INC (JOY)	8,996 40	10,882 80	0 59 %	9,114.00	1,768 80	0 78 %	84.00	
	120	90.6900		75.95				
KRAFT FOODS INC - A (KFT)	11,208 00	11,490.00	0 63 %	10,396 88	1,093.12	3 03 %	348 00	
SEDOL 2764296 ISIN US50075N1046	300	38 3000		34 66				
LAUDER ESTEE COS INC (EL)	16,848 00	17,379 00	0 94 %	14,310.00	3,069.00	0 91 %	157.50	
CL A	300	57 9300		47 70				
LIMITED BRANDS INC (LTD)	12,508 50	12,976 60	0 71 %	10,207 90	2,768 70	2 39 %	310 00	
	310	41 8600		32 93				
MACY'S INC (M)	17,699.00	18,529 50	1 01 %	15,488 00	3,041 50	2 38 %	440 00	
	550	33 6900		28 16				
MATTEL INC (MAT)	14,157 60	15,810 00	0 86 %	12,821 09	2,988 91	2 97 %	469.20	
	510	31 0000		25 14				
MCDONALD'S CORP (MCD)	15,049 50	14,857 50	0 81 %	12,667 43	2,190 07	2 83 %	420 00	
	150	99 0500		84 45				
MERCK & CO INC (MRK)	8,294.00	8,419 40	0 46 %	8,751 60	- 332 20	4 39 %	369 60	
	220	38 2700		39 78				
MICROSOFT CORP (MSFT)	20,768 00	23,624.00	1 28 %	6,040 20	17,583 80	2 71 %	640 00	
	800	29 5300		7 55				
MOODY'S CORP (MCO)	8,420 00	9,307 50	0 51 %	9,327 50	- 20 00	1 72 %	160 00	
	250	37 2300		37 31				

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Equities

Stocks

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
NATIONAL OILWELL VARCO INC (NOV)	14,957 80 220	16,275 60 73 9800	0 88 %	17,399 00 79 09	- 1,123 40	0.65 %	105.60	
NORTHEAST UTILITIES (NU)	10,821 00 300	10,425 00 34 7500	0 57 %	10,206 00 34 02	219 00	3 17 %	330 00	
OGE ENERGY CORP (OGE)	10,207 80 180	9,514 80 52 8600	0 52 %	8,552 97 47 52	961 83	2 98 %	282 60	
ORACLE CORP (ORCL)	16,159 50 360	10,155.60 28 2100	0 55 %	14,057 68 39 05	- 3,902 08	0 86 %	86 40	37 80
PFIZER INC (PFE)	19,476 00 900	19,260.00 21.4000	1 05 %	14,404 98 16 01	4,855 02	4 12 %	792 00	
PROCTER & GAMBLE CO (PG)	20,013 00 300	18,912 00 63 0400	1 03 %	17,040 92 56 80	1,871 08	3 34 %	630 00	157 50
QUALCOMM INC (QCOM)	16,957 00 340	19,998 80 58 8200	1 09 %	18,021 10 53 00	1,977 70	1 47 %	292 40	
SHIRE PLC (SHPGY) SPONSORED ADR	10,390 00 100	9,951 00 99 5100	0 54 %	8,707 94 87 08	1,243 06	0 41 %	40 00	
JM SMUCKER CO/THE-NEW COM WI (SJM)	14,852 30 190	14,968 20 78 7800	0 81 %	11,744 54 61 81	3,223 66	2 44 %	364 80	
UNION PACIFIC CORP (UNP)	15,891 00 150	17,146 50 114 3100	0 93 %	11,447 77 76 32	5,698 73	2 10 %	360.00	
UNITED TECHNOLOGIES CORP (UTX)	13,887 10 190	14,886 50 78 3500	0 81 %	10,743 36 56 54	4,143.14	2 46 %	364 80	
UNITEDHEALTH GROUP INC (UNH)	13,176 80 260	13,465 40 51 7900	0 73 %	13,166 35 50 64	299 05	1 26 %	169 00	
VODAFONE GROUP PLC (VOD) SPONSORED ADR NEW	12,893 80 460	12,456 80 27 0800	0 68 %	11,734 37 25.51	722 43	5 29 %	657 80	512 16
WAL-MART STORES INC (WMT)	14,940 00 250	15,340.00 61 3600	0 83 %	13,253.75 53 02	2,086 25	2 38 %	365 00	
WELLS FARGO & COMPANY (WFC)	15,709 20 570	16,649 70 29 2100	0 90 %	15,826.08 27 77	823.62	1 65 %	273 60	
WHOLE FOODS MKT INC (WFM)	13,220 20 190	14,065 70 74 0300	0 76 %	11,989 09 63 10	2,076 61	0 76 %	106 40	

Detail

Equities

Stocks

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
WISCONSIN ENERGY CORP (WEC)	18,179.20 520	17,680 00 34 0000	0 96 %	10,753 68 20.68	6,926 32	3 53 %	624.00	
Total stocks		$1,002,501.12	54.16 %	$827,764.00	$174,737.12	2.04 %	$20,427.94	$1,117.19

Etf - equity

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
ISHARES RUSSELL MIDCAP (IWR) INDEX FD ETF	$39,368 00 400	$41,732 00 $104 3300	2 26 %	$25,694 16 $64 24	$16,037 84	1.50 %	$623 20	
ISHARES RUSSELL 1000 (IWD) VALUE INDEX FUND ETF	25,392 00 400	26,364 00 65 9100	1 43 %	27,215 32 68 04	- 851 32	2 22 %	583 20	
VANGUARD MSCI EMERGING MARKETS (VWO) ETF	11,463.00 300	12,699.00 42 3300	0 69 %	12,201 00 40 67	498 00	2 15 %	271 80	
Total etf - equity		$80,795.00	4.37 %	$65,110.48	$15,684.52	1.83 %	$1,478.20	

Mutual funds - equity

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
ASTON TAMRO SMALL CAP FUND (ATSIX) CL I	$27,195 25 1,460 540	$28,991.72 $19 8500	1 57 %	$25,033 66 $17 14	$3,958 06	0.08 %	$20.74	
DODGE & COX INTERNATIONAL (DODFX) STOCK FUND	73,033 10 2,497 712	77,678 84 31 1000	4 20 %	110,000.00 44 04	- 32,321 16	2 45 %	1,895 76	
GOLDMAN SACHS GRTH OPPOR (GGOIX) INSTIT CLASS FD #1132	36,158 78 1,637.626	38,795 36 23 6900	2 10 %	42,146 34 25 74	- 3,350 98			
HARBOR INTERNATIONAL FUND (HAINX) CLASS INS	57,367 19 1,093.750	61,829 69 56 5300	3 35 %	70,000 00 64 00	- 8,170 31	2 33 %	1,439 38	

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Mutual funds - equity

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
HARBOR FUND (HAIGX) INTERNATIONAL GROWTH FUND #17	76,219.98 7,265 966	81,160 84 11.1700	4 39 %	90,000 00 12 39	- 8,839.16	2 01 %	1,627.58	
HARDING LOEVNER (HLEMX) EMERGING MARKETS PORTOFLIO FUND ADVISOR CLASS	39,894.49 941 574	43,510 13 46 2100	2 36 %	34,000 00 36 11	9,510 13	0 75 %	324 84	
PERKINS MID CAP VALUE FUND CLASS (JMCVX) T SHARES INVESTOR CLASS # 1067	36,202 79 1,793 105	38,121 41 21 2600	2 06 %	42,708 99 23 82	- 4,587 58	0.82 %	310.21	
ROYCE TOTAL RETURN FUND INV (RYTRX) FUND #267	27,672 60 2,182 382	28,960 21 13 2700	1 57 %	25,904.87 11.87	3,055 34	0.90 %	259 70	
Total mutual funds - equity		**$399,048.20**	**21.56 %**	**$439,793.86**	**- $40,745.66**	**1.47 %**	**$5,878.21**	
Total equities		**$1,482,344.32**	**80.09 %**	**$1,332,668.34**	**$149,675.98**	**1.87 %**	**$27,784.35**	**$1,117.19**
Total portfolio		**$1,850,865.64**	**100.00 %**	**$1,653,015.70**	**$197,849.94**	**2.33 %**	**$43,133.56**	**$2,817.39**