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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

03/01, 2011, and ending

02/29, 2012

|                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                    |                                                                                                                         |                                                                    |                                       |                                         |                                         |                                      |                                                                                                                                                                                   |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------|---------------------------------------|-----------------------------------------|-----------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of foundation<br><b>MCCREA FOUNDATION 23-16420</b>                                                                                                                                                                                                                                                                                                                                                      |                                                                    | <b>A Employer identification number</b><br>54-6052010                                                                   |                                                                    |                                       |                                         |                                         |                                      |                                                                                                                                                                                   |
| Number and street (or P O box number if mail is not delivered to street address)<br><b>P O BOX 803878</b>                                                                                                                                                                                                                                                                                                    |                                                                    | <b>B Telephone number (see instructions)</b><br>(312) 630-6000                                                          |                                                                    |                                       |                                         |                                         |                                      |                                                                                                                                                                                   |
| City or town, state, and ZIP code<br><b>CHICAGO, IL 60680</b>                                                                                                                                                                                                                                                                                                                                                |                                                                    | <b>C</b> If exemption application is pending, check here <input type="checkbox"/>                                       |                                                                    |                                       |                                         |                                         |                                      |                                                                                                                                                                                   |
| <b>D</b> Check all that apply<br><table border="0"><tr><td><input type="checkbox"/> Initial return</td><td><input type="checkbox"/> Initial return of a former public charity</td></tr><tr><td><input type="checkbox"/> Final return</td><td><input type="checkbox"/> Amended return</td></tr><tr><td><input type="checkbox"/> Address change</td><td><input type="checkbox"/> Name change</td></tr></table> |                                                                    | <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 | <b>D</b> 1 Foreign organizations, check here <input type="checkbox"/><br>2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| <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                               |                                                                                                                         |                                                                    |                                       |                                         |                                         |                                      |                                                                                                                                                                                   |
| <b>E</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation                                                                                                                                                      |                                                                    | <b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>    |                                                                    |                                       |                                         |                                         |                                      |                                                                                                                                                                                   |
| <b>F</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 6,863,252.</b>                                                                                                                                                                                                                                                                                               |                                                                    | <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> |                                                                    |                                       |                                         |                                         |                                      |                                                                                                                                                                                   |
| <b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____<br>(Part I, column (d) must be on cash basis.)                                                                                                                                                                                                       |                                                                    |                                                                                                                         |                                                                    |                                       |                                         |                                         |                                      |                                                                                                                                                                                   |

| <b>Part I Analysis of Revenue and Expenses</b> (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) |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| <b>1</b> Contributions, gifts, grants, etc., received (attach schedule).<br>Check <input type="checkbox"/> if the foundation is not required to attach Sch B              |  |                                    |                           |                         |                                                             |
| <b>2</b> Interest on savings and temporary cash investments                                                                                                               |  |                                    |                           |                         |                                                             |
| <b>4</b> Dividends and interest from securities                                                                                                                           |  | 180,893.                           | 180,893.                  |                         | STMT 1                                                      |
| <b>5a</b> Gross rents                                                                                                                                                     |  |                                    |                           |                         |                                                             |
| <b>b</b> Net rental income or (loss)                                                                                                                                      |  |                                    |                           |                         |                                                             |
| <b>6a</b> Net gain or (loss) from sale of assets not on line 10                                                                                                           |  | 137,894.                           |                           |                         |                                                             |
| <b>b</b> Gross sales price for all assets on line 6a <b>1,910,455.</b>                                                                                                    |  |                                    |                           |                         |                                                             |
| <b>7</b> Capital gain net income (from Part IV, line 2)                                                                                                                   |  |                                    | 137,894.                  |                         |                                                             |
| <b>8</b> Net short-term capital gain                                                                                                                                      |  |                                    |                           |                         |                                                             |
| <b>9</b> Income modifications                                                                                                                                             |  |                                    |                           |                         |                                                             |
| <b>10a</b> Gross sales less returns and allowances                                                                                                                        |  |                                    |                           |                         |                                                             |
| <b>b</b> Less Cost of goods sold                                                                                                                                          |  |                                    |                           |                         |                                                             |
| <b>c</b> Gross profit or (loss) (attach schedule)                                                                                                                         |  |                                    |                           |                         |                                                             |
| <b>11</b> Other income (attach schedule)                                                                                                                                  |  |                                    |                           |                         |                                                             |
| <b>12 Total</b> Add lines 1 through 11                                                                                                                                    |  | 318,787.                           | 318,787.                  |                         |                                                             |
| <b>13</b> Compensation of officers, directors, trustees, etc.                                                                                                             |  | 6,000.                             |                           |                         | 6,000.                                                      |
| <b>14</b> Other employee salaries and wages                                                                                                                               |  |                                    | NONE                      | NONE                    |                                                             |
| <b>15</b> Pension plans, employee benefits                                                                                                                                |  |                                    | NONE                      | NONE                    |                                                             |
| <b>16a</b> Legal fees (attach schedule)                                                                                                                                   |  |                                    |                           |                         |                                                             |
| <b>b</b> Accounting fees (attach schedule) <b>STMT 2</b>                                                                                                                  |  | 1,000.                             | 500.                      | NONE                    | 500.                                                        |
| <b>c</b> Other professional fees (attach schedule) <b>STMT 3</b>                                                                                                          |  | 26,369.                            | 26,369.                   |                         |                                                             |
| <b>17</b> Interest                                                                                                                                                        |  |                                    |                           |                         |                                                             |
| <b>18</b> Taxes (attach schedule) (see instructions) <b>STMT 4</b>                                                                                                        |  | 5,312.                             | 3,572.                    |                         |                                                             |
| <b>19</b> Depreciation (attach schedule) and depletion                                                                                                                    |  |                                    |                           |                         |                                                             |
| <b>20</b> Occupancy                                                                                                                                                       |  |                                    |                           |                         |                                                             |
| <b>21</b> Travel, conferences, and meetings                                                                                                                               |  |                                    | NONE                      | NONE                    |                                                             |
| <b>22</b> Printing and publications                                                                                                                                       |  |                                    | NONE                      | NONE                    |                                                             |
| <b>23</b> Other expenses (attach schedule)                                                                                                                                |  |                                    |                           |                         |                                                             |
| <b>24 Total operating and administrative expenses.</b><br>Add lines 13 through 23                                                                                         |  | 38,681.                            | 30,441.                   | NONE                    | 6,500.                                                      |
| <b>25</b> Contributions, gifts, grants paid                                                                                                                               |  | 280,000.                           |                           |                         | 280,000.                                                    |
| <b>26 Total expenses and disbursements</b> Add lines 24 and 25                                                                                                            |  | 318,681.                           | 30,441.                   | NONE                    | 286,500.                                                    |
| <b>27</b> Subtract line 26 from line 12                                                                                                                                   |  |                                    |                           |                         |                                                             |
| <b>a</b> Excess of revenue over expenses and disbursements                                                                                                                |  | 106.                               |                           |                         |                                                             |
| <b>b</b> Net investment income (if negative, enter -0-)                                                                                                                   |  |                                    | 288,346.                  |                         |                                                             |
| <b>c</b> Adjusted net income (if negative, enter -0-)                                                                                                                     |  |                                    |                           |                         |                                                             |

For Paperwork Reduction Act Notice, see instructions

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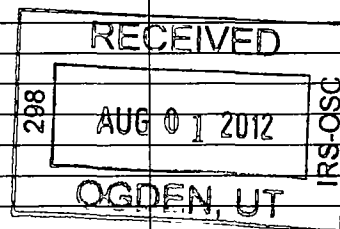
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27



| 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<br>(a) Book Value                                                                                             | End of year<br>(b) Book Value (c) Fair Market Value |            |            |
| Assets                      | 1                                                                                                                                           | Cash - non-interest-bearing . . . . .                                                                                           |                                                     |            |            |
|                             | 2                                                                                                                                           | Savings and temporary cash investments . . . . .                                                                                | 303,143.                                            | 357,966.   | 357,966.   |
|                             | 3                                                                                                                                           | Accounts receivable ▶<br>Less allowance for doubtful accounts ▶                                                                 |                                                     |            |            |
|                             | 4                                                                                                                                           | Pledges receivable ▶<br>Less allowance for doubtful accounts ▶                                                                  |                                                     |            |            |
|                             | 5                                                                                                                                           | Grants receivable . . . . .                                                                                                     |                                                     |            |            |
|                             | 6                                                                                                                                           | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . |                                                     |            |            |
|                             | 7                                                                                                                                           | Other notes and loans receivable (attach schedule) ▶<br>Less allowance for doubtful accounts ▶                                  |                                                     |            | NONE       |
|                             | 8                                                                                                                                           | Inventories for sale or use . . . . .                                                                                           |                                                     |            |            |
|                             | 9                                                                                                                                           | Prepaid expenses and deferred charges . . . . .                                                                                 |                                                     |            |            |
|                             | 10 a                                                                                                                                        | Investments - U.S. and state government obligations (attach schedule) . .                                                       |                                                     |            |            |
|                             | b                                                                                                                                           | Investments - corporate stock (attach schedule) . . . . .                                                                       | 3,282,932.                                          | 3,393,185. | 4,125,394. |
|                             | c                                                                                                                                           | Investments - corporate bonds (attach schedule) . . . . .                                                                       | 1,695,198.                                          | 1,738,795. | 1,806,388. |
|                             | 11                                                                                                                                          | Investments - land, buildings, and equipment basis<br>Less accumulated depreciation (attach schedule) ▶                         |                                                     |            |            |
|                             | 12                                                                                                                                          | Investments - mortgage loans . . . . .                                                                                          |                                                     |            |            |
|                             | 13                                                                                                                                          | Investments - other (attach schedule) . . . . .                                                                                 | 112,883.                                            | 124,345.   | 192,844.   |
|                             | 14                                                                                                                                          | Land, buildings, and equipment basis<br>Less accumulated depreciation (attach schedule) ▶                                       |                                                     |            |            |
| 15                          | Other assets (describe ▶) . . . . .                                                                                                         | 441,524.                                                                                                                        | 270,360.                                            | 380,660.   |            |
| 16                          | <b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .                               | 5,835,680.                                                                                                                      | 5,884,651.                                          | 6,863,252. |            |
| 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 (attach schedule) . . . . .                                                                   |                                                     |            |            |
|                             | 22                                                                                                                                          | Other liabilities (describe ▶) . . . . .                                                                                        |                                                     |            |            |
| 23                          | <b>Total liabilities</b> (add lines 17 through 22) . . . . .                                                                                |                                                                                                                                 |                                                     |            |            |
| Net Assets or Fund Balances | <b>Foundations that follow SFAS 117, check here ▶</b> <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b> |                                                                                                                                 |                                                     |            |            |
|                             | 24                                                                                                                                          | Unrestricted . . . . .                                                                                                          |                                                     |            |            |
|                             | 25                                                                                                                                          | Temporarily restricted . . . . .                                                                                                |                                                     |            |            |
|                             | 26                                                                                                                                          | Permanently restricted . . . . .                                                                                                |                                                     |            |            |
|                             | <b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶</b> <input checked="" type="checkbox"/>          |                                                                                                                                 |                                                     |            |            |
|                             | 27                                                                                                                                          | Capital stock, trust principal, or current funds . . . . .                                                                      | 5,835,680.                                          | 5,884,651. |            |
|                             | 28                                                                                                                                          | Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .                                                         |                                                     |            |            |
|                             | 29                                                                                                                                          | Retained earnings, accumulated income, endowment, or other funds . .                                                            |                                                     |            |            |
|                             | 30                                                                                                                                          | <b>Total net assets or fund balances</b> (see instructions) . . . . .                                                           | 5,835,680.                                          | 5,884,651. |            |
|                             | 31                                                                                                                                          | <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .                                              | 5,835,680.                                          | 5,884,651. |            |

## 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 | 5,835,680. |
| 2 | Enter amount from Part I, line 27a . . . . .                                                                                                                         | 2 | 106.       |
| 3 | Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5                                                                                                   | 3 | 48,865.    |
| 4 | Add lines 1, 2, and 3 . . . . .                                                                                                                                      | 4 | 5,884,651. |
| 5 | Decreases not included in line 2 (itemize) ▶                                                                                                                         | 5 |            |
| 6 | <b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .                                               | 6 | 5,884,651. |

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**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<br>P-Purchase<br>D-Donation                                                    | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|-----------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|-------------------------------------------------|-------------------------------------------------------------------------------------------------|--------------------------------------|----------------------------------|
| <b>1a PUBLICLY TRADED SECURITIES</b>                                                                                              |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>b</b>                                                                                                                          |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>c</b>                                                                                                                          |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>d</b>                                                                                                                          |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>e</b>                                                                                                                          |                                            |                                                 |                                                                                                 |                                      |                                  |
| (e) Gross sales price                                                                                                             | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g)                                                    |                                      |                                  |
| <b>a</b> 1,809,439.                                                                                                               |                                            | 1,772,561.                                      | 36,878.                                                                                         |                                      |                                  |
| <b>b</b>                                                                                                                          |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>c</b>                                                                                                                          |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>d</b>                                                                                                                          |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>e</b>                                                                                                                          |                                            |                                                 |                                                                                                 |                                      |                                  |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69                                       |                                            |                                                 |                                                                                                 |                                      |                                  |
| (i) FMV as of 12/31/69                                                                                                            | (j) Adjusted basis<br>as of 12/31/69       | (k) Excess of col. (i)<br>over col. (j), if any | (l) Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) or<br>Losses (from col. (h)) |                                      |                                  |
| <b>a</b>                                                                                                                          |                                            |                                                 | 36,878.                                                                                         |                                      |                                  |
| <b>b</b>                                                                                                                          |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>c</b>                                                                                                                          |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>d</b>                                                                                                                          |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>e</b>                                                                                                                          |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>2 Capital gain net income or (net capital loss)</b>                                                                            |                                            |                                                 | <b>2</b>                                                                                        | 137,894.                             |                                  |
| If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7                                                   |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)</b>                                             |                                            |                                                 | <b>3</b>                                                                                        |                                      |                                  |
| If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in<br>Part I, line 8                    |                                            |                                                 |                                                                                                 |                                      |                                  |

**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)<br>Base period years<br>Calendar year (or tax year beginning in)                                                                                                                  | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col. (b) divided by col. (c)) |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------|----------------------------------------------|-------------------------------------------------------------|
| 2010                                                                                                                                                                                  | 358,172.                                 | 6,418,196.                                   | 0.055806                                                    |
| 2009                                                                                                                                                                                  | 258,000.                                 | 5,513,387.                                   | 0.046795                                                    |
| 2008                                                                                                                                                                                  | 258,000.                                 | 5,913,357.                                   | 0.043630                                                    |
| 2007                                                                                                                                                                                  | 357,697.                                 | 7,273,994.                                   | 0.049175                                                    |
| 2006                                                                                                                                                                                  | 319,625.                                 | 6,939,858.                                   | 0.046056                                                    |
| <b>2 Total of line 1, column (d)</b>                                                                                                                                                  |                                          |                                              | 0.241462                                                    |
| <b>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</b> |                                          |                                              | 0.048292                                                    |
| <b>4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5</b>                                                                                                 |                                          |                                              | 6,676,082.                                                  |
| <b>5 Multiply line 4 by line 3</b>                                                                                                                                                    |                                          |                                              | 322,401.                                                    |
| <b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>                                                                                                                   |                                          |                                              | 2,883.                                                      |
| <b>7 Add lines 5 and 6</b>                                                                                                                                                            |                                          |                                              | 325,284.                                                    |
| <b>8 Enter qualifying distributions from Part XII, line 4</b>                                                                                                                         |                                          |                                              | 286,500.                                                    |

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 <input type="checkbox"/> and enter "N/A" on line 1 . . . . .<br>Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions) |    | 1      | 5,767. |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .                                                                                      |    |        |        |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).                                                                                                                       |    |        |        |
| 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .                                                                                                                            |    | 2      |        |
| 3 Add lines 1 and 2 . . . . .                                                                                                                                                                                                                    |    | 3      | 5,767. |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .                                                                                                                          |    | 4      | NONE   |
| 5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .                                                                                                                                       |    | 5      | 5,767. |
| 6 Credits/Payments                                                                                                                                                                                                                               |    |        |        |
| a 2011 estimated tax payments and 2010 overpayment credited to 2011 . . . . .                                                                                                                                                                    | 6a | 2,369. |        |
| b Exempt foreign organizations - tax withheld at source . . . . .                                                                                                                                                                                | 6b | NONE   |        |
| c Tax paid with application for extension of time to file (Form 8868) . . . . .                                                                                                                                                                  | 6c | NONE   |        |
| d Backup withholding erroneously withheld . . . . .                                                                                                                                                                                              | 6d |        |        |
| 7 Total credits and payments. Add lines 6a through 6d . . . . .                                                                                                                                                                                  | 7  | 2,369. |        |
| 8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .                                                                                                             | 8  |        |        |
| 9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .                                                                                                                                          | 9  | 3,398. |        |
| 10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .                                                                                                                             | 10 |        |        |
| 11 Enter the amount of line 10 to be <b>Credited to 2012 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/> . . . . .                                                                                           | 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? . . . . .                                                                                                                                                                                 |     | 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)? . . . . .<br>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 <b>Form 1120-POL</b> for this year? . . . . .                                                                                                                                                                                                                                                                                           |     | X  |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:<br>(1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____                                                                                                                                      |     |    |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____                                                                                                                                                                                          |     |    |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .<br>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  |
| 4a 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 <b>Form 990-T</b> for this year? . . . . .                                                                                                                                                                                                                                                                               |     | X  |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .<br>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:<br>• By language in the governing instrument, or<br>• 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   |    |
| 8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/><br>VA                                                                                                                                                                                                                              |     |    |
| 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  |

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**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?                                                                                                                                                                                                                 | 13 | X   |         |
| Website address <u>N/A</u> |                                                                                                                                                                                                                                                                                                                                     |    |     |         |
| 14                         | The books are in care of <u>NORTHERN TRUST BANK N.A.</u> Telephone no <u>(312) 630-6000</u><br>Located at <u>P.O. BOX 803878, CHICAGO, IL</u> ZIP + 4 <u>60680</u>                                                                                                                                                                  |    |     |         |
| 15                         | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>                                                                                                              |    |     |         |
| 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 <u></u> | 16 | Yes | No<br>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)? <input type="checkbox"/> 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? <input type="checkbox"/>                                                                                                                                                                                                                                                                                                        | 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<br>If "Yes," list the years <u></u>                                                                                                                                                                                                                                                               |     |    |
| 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) <input type="checkbox"/>                                                                                                                                                                                       | 2b  | X  |
| c   | If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>                                                                                                                                                                                                                                                                                                                                                                                                 |     |    |
| 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) <input type="checkbox"/> | 3b  |    |
| 4a  | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                                                                                | 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? <input type="checkbox"/>                                                                                                                                                                                                                                                              | 4b  | X  |

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**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 **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐ **5b**

**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)

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **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 **7b**

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **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** (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 |
|----------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| SEE STATEMENT 6      |                                                           | 6,000.                                    | -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                                                          |                                                           | NONE             | NONE                                                                  | NONE                                  |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |

**Total** number of other employees paid over \$50,000 ☐ NONE

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**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                                                                               |                     | NONE             |
|                                                                                    |                     |                  |
|                                                                                    |                     |                  |
|                                                                                    |                     |                  |
|                                                                                    |                     |                  |
|                                                                                    |                     |                  |
| Total number of others receiving over \$50,000 for professional services . . . . . |                     | NONE             |

**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                                                                                                           |        |
| Total. Add lines 1 through 3 . . . . .                                                                           |        |

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**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

|          |                                                                                                             |           |            |
|----------|-------------------------------------------------------------------------------------------------------------|-----------|------------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: |           |            |
| <b>a</b> | Average monthly fair market value of securities                                                             | <b>1a</b> | 6,777,748. |
| <b>b</b> | Average of monthly cash balances                                                                            | <b>1b</b> | NONE       |
| <b>c</b> | Fair market value of all other assets (see instructions)                                                    | <b>1c</b> | NONE       |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c)                                                                       | <b>1d</b> | 6,777,748. |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)   | <b>1e</b> |            |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets                                                        | <b>2</b>  | NONE       |
| <b>3</b> | Subtract line 2 from line 1d                                                                                | <b>3</b>  | 6,777,748. |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)   | <b>4</b>  | 101,666.   |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 | <b>5</b>  | 6,676,082. |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5                                                        | <b>6</b>  | 333,804.   |

**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)

|           |                                                                                                          |           |          |
|-----------|----------------------------------------------------------------------------------------------------------|-----------|----------|
| <b>1</b>  | Minimum investment return from Part X, line 6                                                            | <b>1</b>  | 333,804. |
| <b>2a</b> | Tax on investment income for 2011 from Part VI, line 5                                                   | <b>2a</b> | 5,767.   |
| <b>b</b>  | Income tax for 2011. (This does not include the tax from Part VI)                                        | <b>2b</b> |          |
| <b>c</b>  | Add lines 2a and 2b                                                                                      | <b>2c</b> | 5,767.   |
| <b>3</b>  | Distributable amount before adjustments Subtract line 2c from line 1                                     | <b>3</b>  | 328,037. |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions                                                | <b>4</b>  | 20,000.  |
| <b>5</b>  | Add lines 3 and 4                                                                                        | <b>5</b>  | 348,037. |
| <b>6</b>  | Deduction from distributable amount (see instructions)                                                   | <b>6</b>  | NONE     |
| <b>7</b>  | <b>Distributable amount as adjusted</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | <b>7</b>  | 348,037. |

**Part XII Qualifying Distributions** (see instructions)

|          |                                                                                                                                                     |           |          |
|----------|-----------------------------------------------------------------------------------------------------------------------------------------------------|-----------|----------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:                                                          |           |          |
| <b>a</b> | Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26                                                                       | <b>1a</b> | 286,500. |
| <b>b</b> | Program-related investments - total from Part IX-B                                                                                                  | <b>1b</b> |          |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes                                           | <b>2</b>  | NONE     |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the:                                                                                |           |          |
| <b>a</b> | Suitability test (prior IRS approval required)                                                                                                      | <b>3a</b> | NONE     |
| <b>b</b> | Cash distribution test (attach the required schedule)                                                                                               | <b>3b</b> | NONE     |
| <b>4</b> | <b>Qualifying distributions</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4                                     | <b>4</b>  | 286,500. |
| <b>5</b> | 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) | <b>5</b>  | N/A      |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4                                                                               | <b>6</b>  | 286,500. |

**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)<br>Corpus | (b)<br>Years prior to 2010 | (c)<br>2010 | (d)<br>2011 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2011 from Part XI, line 7 . . . . .                                                                                                                       |               |                            |             | 348,037.    |
| <b>2</b> Undistributed income, if any, as of the end of 2011                                                                                                                                |               |                            |             |             |
| <b>a</b> Enter amount for 2010 only . . . . .                                                                                                                                               |               |                            | 1,409.      |             |
| <b>b</b> Total for prior years 20 <u>09</u> , 20 <u>  </u> , 20 <u>  </u> . . . . .                                                                                                         |               | NONE                       |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2011                                                                                                                                    |               |                            |             |             |
| <b>a</b> From 2006 . . . . .                                                                                                                                                                | NONE          |                            |             |             |
| <b>b</b> From 2007 . . . . .                                                                                                                                                                | NONE          |                            |             |             |
| <b>c</b> From 2008 . . . . .                                                                                                                                                                | NONE          |                            |             |             |
| <b>d</b> From 2009 . . . . .                                                                                                                                                                | NONE          |                            |             |             |
| <b>e</b> From 2010 . . . . .                                                                                                                                                                | NONE          |                            |             |             |
| <b>f</b> Total of lines 3a through e . . . . .                                                                                                                                              | NONE          |                            |             |             |
| <b>4</b> Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>286,500.</u>                                                                                                       |               |                            |             |             |
| <b>a</b> Applied to 2010, but not more than line 2a . . . . .                                                                                                                               |               |                            | 1,409.      |             |
| <b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .                                                                                    |               | NONE                       |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .                                                                                            | NONE          |                            |             |             |
| <b>d</b> Applied to 2011 distributable amount . . . . .                                                                                                                                     |               |                            |             | 285,091.    |
| <b>e</b> Remaining amount distributed out of corpus . . . . .                                                                                                                               | NONE          |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2011 . . . . .<br>(If an amount appears in column (d), the same amount must be shown in column (a) )                                     | NONE          |                            |             | NONE        |
| <b>6</b> Enter the net total of each column as indicated below:                                                                                                                             |               |                            |             |             |
| <b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .                                                                                                                          | NONE          |                            |             |             |
| <b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .                                                                                                          |               | NONE                       |             |             |
| <b>c</b> 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 . . . . . |               | NONE                       |             |             |
| <b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .                                                                                                          |               | NONE                       |             |             |
| <b>e</b> Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .                                                                            |               |                            |             |             |
| <b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012 . . . . .                                                                |               |                            |             | 62,946.     |
| <b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .                                  | NONE          |                            |             |             |
| <b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . . . .                                                                              | NONE          |                            |             |             |
| <b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a . . . . .                                                                                              | NONE          |                            |             |             |
| <b>10</b> Analysis of line 9                                                                                                                                                                |               |                            |             |             |
| <b>a</b> Excess from 2007 . . . . .                                                                                                                                                         | NONE          |                            |             |             |
| <b>b</b> Excess from 2008 . . . . .                                                                                                                                                         | NONE          |                            |             |             |
| <b>c</b> Excess from 2009 . . . . .                                                                                                                                                         | NONE          |                            |             |             |
| <b>d</b> Excess from 2010 . . . . .                                                                                                                                                         | NONE          |                            |             |             |
| <b>e</b> Excess from 2011 . . . . .                                                                                                                                                         | NONE          |                            |             |             |

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)**NOT APPLICABLE**

**1a** 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)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

| Tax year                                                                                                                                                           | Prior 3 years |          |          |          | (e) Total |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------|----------|----------|-----------|
|                                                                                                                                                                    | (a) 2011      | (b) 2010 | (c) 2009 | (d) 2008 |           |
| <b>b</b> 85% of line 2a . . . . .                                                                                                                                  |               |          |          |          |           |
| <b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .                                                                             |               |          |          |          |           |
| <b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .                                                           |               |          |          |          |           |
| <b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .                                   |               |          |          |          |           |
| <b>3</b> Complete 3a, b, or c for the alternative test relied upon:                                                                                                |               |          |          |          |           |
| <b>a</b> "Assets" alternative test - enter:                                                                                                                        |               |          |          |          |           |
| <b>(1)</b> Value of all assets . . . . .                                                                                                                           |               |          |          |          |           |
| <b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .                                                                                     |               |          |          |          |           |
| <b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .                              |               |          |          |          |           |
| <b>c</b> "Support" alternative test - enter:                                                                                                                       |               |          |          |          |           |
| <b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . . |               |          |          |          |           |
| <b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .                                      |               |          |          |          |           |
| <b>(3)</b> Largest amount of support from an exempt organization . . . . .                                                                                         |               |          |          |          |           |
| <b>(4)</b> 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) )

N/A

**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

N/A

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

**a** The name, address, and telephone number of the person to whom applications should be addressed

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

**c** Any submission deadlines.

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

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

| Recipient<br>Name and address (home or business)     | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount   |
|------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|----------|
| <b>a Paid during the year</b><br><br>SEE STATEMENT 7 |                                                                                                                    |                                      |                                     |          |
| <b>Total</b> . . . . .                               |                                                                                                                    |                                      | <b>3a</b>                           | 280,000. |
| <b>b Approved for future payment</b>                 |                                                                                                                    |                                      |                                     |          |
| <b>Total</b> . . . . .                               |                                                                                                                    |                                      | <b>3b</b>                           |          |

Form 990-PF (2011)





**SCHEDULE D  
(Form 1041)**

Department of the Treasury  
Internal Revenue Service

**Capital Gains and Losses**

► **Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

**2011**

Name of estate or trust

MCCREA FOUNDATION 23-16420

Employer identification number

54-6052010

**Note:** Form 5227 filers need to complete *only* Parts I and II.

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

| (a) Description of property<br>(Example 100 shares 7% preferred of "Z" Co.) | (b) Date acquired<br>(mo., day, yr.) | (c) Date sold<br>(mo., day, yr.) | (d) Sales price | (e) Cost or other basis<br>(see instructions) | (f) Gain or (loss) for<br>the entire year<br>Subtract (e) from (d) |
|-----------------------------------------------------------------------------|--------------------------------------|----------------------------------|-----------------|-----------------------------------------------|--------------------------------------------------------------------|
| <b>1a</b>                                                                   |                                      |                                  |                 |                                               |                                                                    |
|                                                                             |                                      |                                  |                 |                                               |                                                                    |
|                                                                             |                                      |                                  |                 |                                               |                                                                    |
|                                                                             |                                      |                                  |                 |                                               |                                                                    |
|                                                                             |                                      |                                  |                 |                                               |                                                                    |

|                                                                                                                                                        |           |          |
|--------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|----------|
| <b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .                                                             | <b>1b</b> | -34,673. |
| <b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .                                                             | <b>2</b>  |          |
| <b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .                                        | <b>3</b>  |          |
| <b>4</b> Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet . . . . .               | <b>4</b>  | ( )      |
| <b>5</b> <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back . . . . . ► | <b>5</b>  | -34,673. |

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

| (a) Description of property<br>(Example 100 shares 7% preferred of "Z" Co.) | (b) Date acquired<br>(mo., day, yr.) | (c) Date sold<br>(mo., day, yr.) | (d) Sales price | (e) Cost or other basis<br>(see instructions) | (f) Gain or (loss) for<br>the entire year<br>Subtract (e) from (d) |
|-----------------------------------------------------------------------------|--------------------------------------|----------------------------------|-----------------|-----------------------------------------------|--------------------------------------------------------------------|
| <b>6a</b><br>LONG-TERM CAPITAL GAIN DIVIDENDS                               |                                      |                                  |                 |                                               | 101,016.                                                           |
|                                                                             |                                      |                                  |                 |                                               |                                                                    |
|                                                                             |                                      |                                  |                 |                                               |                                                                    |
|                                                                             |                                      |                                  |                 |                                               |                                                                    |
|                                                                             |                                      |                                  |                 |                                               |                                                                    |

|                                                                                                                                                          |           |          |
|----------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|----------|
| <b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .                                                                | <b>6b</b> | 71,551.  |
| <b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .                                                          | <b>7</b>  |          |
| <b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .                                           | <b>8</b>  |          |
| <b>9</b> Capital gain distributions . . . . .                                                                                                            | <b>9</b>  |          |
| <b>10</b> Gain from Form 4797, Part I . . . . .                                                                                                          | <b>10</b> |          |
| <b>11</b> Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet . . . . .                | <b>11</b> | ( )      |
| <b>12</b> <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back . . . . . ► | <b>12</b> | 172,567. |

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

| <b>Part III Summary of Parts I and II</b><br><b>Caution: Read the instructions before completing this part.</b> |                                                                       | (1) Beneficiaries'<br>(see instr.) | (2) Estate's<br>or trust's | (3) Total |
|-----------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------|------------------------------------|----------------------------|-----------|
| <b>13</b>                                                                                                       | <b>Net short-term gain or (loss)</b> . . . . .                        | <b>13</b>                          |                            | -34,673.  |
| <b>14</b>                                                                                                       | <b>Net long-term gain or (loss):</b>                                  |                                    |                            |           |
| a                                                                                                               | Total for year . . . . .                                              | <b>14a</b>                         |                            | 172,567.  |
| b                                                                                                               | Unrecaptured section 1250 gain (see line 18 of the wrksht.) . . . . . | <b>14b</b>                         |                            |           |
| c                                                                                                               | 28% rate gain . . . . .                                               | <b>14c</b>                         |                            | 59,035.   |
| <b>15</b>                                                                                                       | <b>Total net gain or (loss).</b> Combine lines 13 and 14a . . . . .   | <b>15</b>                          |                            | 137,894.  |

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

| <b>Part IV Capital Loss Limitation</b> |                                                                                                                                                                                        |
|----------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>16</b>                              | Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the <b>smaller</b> of:<br>a The loss on line 15, column (3) or b \$3,000 . . . . . |
| <b>16</b>                              | ( )                                                                                                                                                                                    |

**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

| <b>Part V Tax Computation Using Maximum Capital Gains Rates</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                     |  |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| <b>Form 1041 filers.</b> Complete this part <b>only</b> if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.<br><b>Caution:</b> Skip this part and complete the <b>Schedule D Tax Worksheet</b> in the instructions if:<br>• Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or<br>• Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero. |  |
| <b>Form 990-T trusts.</b> Complete this part <b>only</b> if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the <b>Schedule D Tax Worksheet</b> in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.                                                                                                                                           |  |

|           |                                                                                                                                                                                                                                                          |           |  |  |
|-----------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|--|--|
| <b>17</b> | Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . . .                                                                                                                                                                          | <b>17</b> |  |  |
| <b>18</b> | Enter the <b>smaller</b> of line 14a or 15 in column (2) but not less than zero . . . . .                                                                                                                                                                | <b>18</b> |  |  |
| <b>19</b> | Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .                                                                                     | <b>19</b> |  |  |
| <b>20</b> | Add lines 18 and 19 . . . . .                                                                                                                                                                                                                            | <b>20</b> |  |  |
| <b>21</b> | If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . . .                                                                                                                                                | <b>21</b> |  |  |
| <b>22</b> | Subtract line 21 from line 20. If zero or less, enter -0- . . . . .                                                                                                                                                                                      | <b>22</b> |  |  |
| <b>23</b> | Subtract line 22 from line 17. If zero or less, enter -0- . . . . .                                                                                                                                                                                      | <b>23</b> |  |  |
| <b>24</b> | Enter the <b>smaller</b> of the amount on line 17 or \$2,300 . . . . .                                                                                                                                                                                   | <b>24</b> |  |  |
| <b>25</b> | Is the amount on line 23 equal to or more than the amount on line 24?<br><input type="checkbox"/> <b>Yes.</b> Skip lines 25 and 26; go to line 27 and check the "No" box.<br><input type="checkbox"/> <b>No.</b> Enter the amount from line 23 . . . . . | <b>25</b> |  |  |
| <b>26</b> | Subtract line 25 from line 24 . . . . .                                                                                                                                                                                                                  | <b>26</b> |  |  |
| <b>27</b> | Are the amounts on lines 22 and 26 the same?<br><input type="checkbox"/> <b>Yes.</b> Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> <b>No.</b> Enter the smaller of line 17 or line 22 . . . . .                                          | <b>27</b> |  |  |
| <b>28</b> | Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .                                                                                                                                                                                 | <b>28</b> |  |  |
| <b>29</b> | Subtract line 28 from line 27 . . . . .                                                                                                                                                                                                                  | <b>29</b> |  |  |
| <b>30</b> | Multiply line 29 by 15% (.15) . . . . .                                                                                                                                                                                                                  | <b>30</b> |  |  |
| <b>31</b> | Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .                                                                             | <b>31</b> |  |  |
| <b>32</b> | Add lines 30 and 31 . . . . .                                                                                                                                                                                                                            | <b>32</b> |  |  |
| <b>33</b> | Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .                                                                             | <b>33</b> |  |  |
| <b>34</b> | <b>Tax on all taxable income.</b> Enter the <b>smaller</b> of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .                                                                                           | <b>34</b> |  |  |

Schedule D (Form 1041) 2011

**SCHEDULE D-1**  
**(Form 1041)**

Department of the Treasury  
Internal Revenue Service

**Continuation Sheet for Schedule D**  
**(Form 1041)**

▶ See instructions for Schedule D (Form 1041).  
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

**2011**

Name of estate or trust

MCCREA FOUNDATION 23-16420

Employer identification number

54-6052010

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

| (a) Description of property (Example<br>100 sh 7% preferred of "Z" Co ) | (b) Date<br>acquired<br>(mo , day, yr ) | (c) Date sold<br>(mo , day, yr ) | (d) Sales price | (e) Cost or other basis<br>(see instructions) | (f) Gain or (loss)<br>Subtract (e) from (d) |
|-------------------------------------------------------------------------|-----------------------------------------|----------------------------------|-----------------|-----------------------------------------------|---------------------------------------------|
| 1a 66. AMAZON COM INC                                                   | 11/08/2011                              | 02/06/2012                       | 12,160.00       | 14,354.00                                     | -2,194.00                                   |
| 19. AMAZON COM INC                                                      | 09/01/2011                              | 02/07/2012                       | 3,483.00        | 3,798.00                                      | -315.00                                     |
| 5. AMERICAN WTR WKS CO INC                                              | 01/31/2012                              | 02/27/2012                       | 170.00          | 168.00                                        | 2.00                                        |
| 5. AMGEN INC                                                            | 01/25/2012                              | 02/27/2012                       | 336.00          | 342.00                                        | -6.00                                       |
| 10. AUTODESK, INC                                                       | 05/23/2011                              | 01/27/2012                       | 365.00          | 418.00                                        | -53.00                                      |
| 5. AUTOMATIC DATA PROCESSI                                              | 01/18/2012                              | 02/27/2012                       | 270.00          | 281.00                                        | -11.00                                      |
| 235. BERKSHIRE HATHAWAY IN                                              | 11/18/2010                              | 07/06/2011                       | 17,949.00       | 18,597.00                                     | -648.00                                     |
| 5. BERKSHIRE HATHAWAY INC-                                              | 02/22/2011                              | 07/06/2011                       | 382.00          | 419.00                                        | -37.00                                      |
| 15. BRISTOL MYERS SQUIBB C                                              | 12/30/2011                              | 01/27/2012                       | 484.00          | 531.00                                        | -47.00                                      |
| 80. CISCO SYS INC                                                       | 02/17/2011                              | 04/11/2011                       | 1,398.00        | 1,497.00                                      | -99.00                                      |
| 290. CISCO SYS INC                                                      | 11/18/2010                              | 04/11/2011                       | 5,067.00        | 6,218.00                                      | -1,151.00                                   |
| 5. COCA COLA CO                                                         | 09/01/2011                              | 01/27/2012                       | 338.00          | 354.00                                        | -16.00                                      |
| 10. COCA COLA CO                                                        | 12/30/2011                              | 02/27/2012                       | 689.00          | 701.00                                        | -12.00                                      |
| 10. CONOCOPHILLIPS                                                      | 02/17/2011                              | 11/17/2011                       | 697.00          | 756.00                                        | -59.00                                      |
| 35. CUMMINS ENGINE INC                                                  | 09/01/2011                              | 10/21/2011                       | 3,262.00        | 3,509.00                                      | -247.00                                     |
| 30. CUMMINS ENGINE INC                                                  | 11/18/2010                              | 10/21/2011                       | 2,796.00        | 2,822.00                                      | -26.00                                      |
| 10. EATON CORP COM W/RTS E<br>07/12/2005                                | 04/01/2011                              | 01/27/2012                       | 497.00          | 560.00                                        | -63.00                                      |
| 40. EMERSON ELECTRIC CO                                                 | 02/17/2011                              | 08/10/2011                       | 1,716.00        | 2,468.00                                      | -752.00                                     |
| 50. EMERSON ELECTRIC CO                                                 | 11/18/2010                              | 08/10/2011                       | 2,145.00        | 2,771.00                                      | -626.00                                     |
| 5. EXPRESS SCRIPTS INC CL                                               | 01/25/2012                              | 02/27/2012                       | 269.00          | 260.00                                        | 9.00                                        |
| 45. FEDEX CORP                                                          | 11/18/2010                              | 03/28/2011                       | 4,133.00        | 3,776.00                                      | 357.00                                      |
| 20. FEDEX CORP                                                          | 02/17/2011                              | 03/28/2011                       | 1,837.00        | 1,950.00                                      | -113.00                                     |
| 20. MFC FLEXSHARES TR MORN<br>GLOBAL UPSTREAM NAT RES IND               | 12/30/2011                              | 01/27/2012                       | 719.00          | 682.00                                        | 37.00                                       |
| 10. MFC FLEXSHARES TR MORN<br>GLOBAL UPSTREAM NAT RES IND               | 12/30/2011                              | 02/27/2012                       | 369.00          | 330.00                                        | 39.00                                       |

**1b Total.** Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . .

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

**SCHEDULE D-1**  
**(Form 1041)**

Department of the Treasury  
Internal Revenue Service

**Continuation Sheet for Schedule D**  
**(Form 1041)**

▶ See instructions for Schedule D (Form 1041).  
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

**2011**

Name of estate or trust

MCCREA FOUNDATION 23-16420

Employer identification number

54-6052010

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

| (a) Description of property (Example<br>100 sh 7% preferred of "Z" Co) | (b) Date<br>acquired<br>(mo, day, yr) | (c) Date sold<br>(mo, day, yr) | (d) Sales price | (e) Cost or other basis<br>(see instructions) | (f) Gain or (loss)<br>Subtract (e) from (d) |
|------------------------------------------------------------------------|---------------------------------------|--------------------------------|-----------------|-----------------------------------------------|---------------------------------------------|
| 1a 30. MFC FLEXSHARES TR TR I<br>TARGET DURATION TIPS INDEX            | 12/30/2011                            | 01/27/2012                     | 760.00          | 758.00                                        | 2.00                                        |
| 15. MFC FLEXSHARES TR TR I<br>TARGET DURATION TIPS INDEX               | 12/30/2011                            | 02/27/2012                     | 382.00          | 376.00                                        | 6.00                                        |
| 30. MFC FLEXSHARES TR IBOX<br>TARGET DURATION TIPS INDEX               | 12/30/2011                            | 01/27/2012                     | 769.00          | 761.00                                        | 8.00                                        |
| 15. MFC FLEXSHARES TR IBOX<br>TARGET DURATION TIPS INDEX               | 12/30/2011                            | 02/27/2012                     | 387.00          | 380.00                                        | 7.00                                        |
| 10. HOME DEPOT INC                                                     | 02/06/2012                            | 02/27/2012                     | 470.00          | 452.00                                        | 18.00                                       |
| 275. MFC ISHARES TR BARCLA<br>FD PROTECTED SECS FD                     | 02/17/2011                            | 09/29/2011                     | 31,547.00       | 29,884.00                                     | 1,663.00                                    |
| 356. JUNIPER NETWORKS INC                                              | 11/19/2010                            | 09/22/2011                     | 6,759.00        | 12,390.00                                     | -5,631.00                                   |
| 420. JUNIPER NETWORKS INC                                              | 05/23/2011                            | 09/22/2011                     | 7,974.00        | 17,446.00                                     | -9,472.00                                   |
| 90. JUNIPER NETWORKS INC                                               | 09/01/2011                            | 09/23/2011                     | 1,720.00        | 1,925.00                                      | -205.00                                     |
| 129. JUNIPER NETWORKS INC                                              | 11/19/2010                            | 09/23/2011                     | 2,466.00        | 4,490.00                                      | -2,024.00                                   |
| 45. LOWES COMPANIES INC                                                | 11/18/2010                            | 06/24/2011                     | 1,044.00        | 976.00                                        | 68.00                                       |
| 15. LOWES COMPANIES INC                                                | 02/22/2011                            | 06/24/2011                     | 348.00          | 393.00                                        | -45.00                                      |
| 5. MCDONALDS CORP                                                      | 09/01/2011                            | 02/27/2012                     | 502.00          | 452.00                                        | 50.00                                       |
| 2. MCKESSON HBOC INC                                                   | 02/17/2011                            | 01/24/2012                     | 153.00          | 161.00                                        | -8.00                                       |
| 73. MCKESSON HBOC INC                                                  | 09/01/2011                            | 01/25/2012                     | 5,611.00        | 5,826.00                                      | -215.00                                     |
| 25. MEDCO HEALTH SOLUTIONS                                             | 02/17/2011                            | 06/24/2011                     | 1,342.00        | 1,584.00                                      | -242.00                                     |
| 30. MEDCO HEALTH SOLUTIONS                                             | 11/18/2010                            | 06/24/2011                     | 1,610.00        | 1,808.00                                      | -198.00                                     |
| 60. MICROSOFT CORP COM                                                 | 02/17/2011                            | 05/23/2011                     | 1,447.00        | 1,635.00                                      | -188.00                                     |
| 80. MICROSOFT CORP COM                                                 | 11/18/2010                            | 05/23/2011                     | 1,929.00        | 2,073.00                                      | -144.00                                     |
| 5. NORFOLK SOUTHN CORP COM                                             | 08/10/2011                            | 01/27/2012                     | 371.00          | 338.00                                        | 33.00                                       |
| 5. NORFOLK SOUTHN CORP COM                                             | 08/10/2011                            | 02/27/2012                     | 352.00          | 338.00                                        | 14.00                                       |
| 70. MFB NORTHN FDS SMALL C                                             | 12/16/2010                            | 09/29/2011                     | 888.00          | 1,013.00                                      | -125.00                                     |
| 4294.92 MFB NORTHN SHORT I<br>US GOVT                                  | 11/17/2011                            | 11/17/2011                     | 45,440.00       | 45,391.00                                     | 49.00                                       |
| 75. ADR NOVARTIS AG SPONSO<br>#US66987V1098                            | 09/01/2011                            | 01/23/2012                     | 4,154.00        | 4,354.00                                      | -200.00                                     |

**1b Total** Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . .

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

Department of the Treasury  
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).

OMB No. 1545-0092

2011

Name of estate or trust

Employer identification number

MCCREA FOUNDATION 23-16420

54-6052010

[illegible]

|                                                                                                    |            |
|----------------------------------------------------------------------------------------------------|------------|
| <b>1b Total.</b> Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . . | -34,673.00 |
|----------------------------------------------------------------------------------------------------|------------|

**For Paperwork Reduction Act Notice, see the Instructions for Form 1041.**

Schedule D-1 (Form 1041) 2011

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

MCCREA FOUNDATION 23-16420

54-6052010

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

| (a) Description of property (Example<br>100 sh 7% preferred of "Z" Co) | (b) Date<br>acquired<br>(mo., day, yr.) | (c) Date sold<br>(mo., day, yr.) | (d) Sales price | (e) Cost or other basis<br>(see instructions) | (f) Gain or (loss)<br>Subtract (e) from (d) |
|------------------------------------------------------------------------|-----------------------------------------|----------------------------------|-----------------|-----------------------------------------------|---------------------------------------------|
| 6a 5. ABBOTT LABORATORIES                                              | 04/23/2008                              | 12/30/2011                       | 281.00          | 253.00                                        | 28.00                                       |
| 5. ABBOTT LABORATORIES                                                 | 04/23/2008                              | 01/27/2012                       | 275.00          | 253.00                                        | 22.00                                       |
| 225. ALTERA CORP COM                                                   | 03/20/2009                              | 03/08/2011                       | 9,766.00        | 3,937.00                                      | 5,829.00                                    |
| 10. ALTERA CORP COM                                                    | 02/17/2011                              | 02/27/2012                       | 387.00          | 418.00                                        | -31.00                                      |
| 80. AMAZON COM INC                                                     | 11/18/2010                              | 01/26/2012                       | 15,306.00       | 8,706.00                                      | 6,600.00                                    |
| 30. AMAZON COM INC                                                     | 04/17/2009                              | 02/06/2012                       | 5,527.00        | 2,342.00                                      | 3,185.00                                    |
| 10. AMERICAN EXPRESS CO                                                | 04/26/2010                              | 01/27/2012                       | 499.00          | 475.00                                        | 24.00                                       |
| 4. APPLE COMPUTER INC                                                  | 06/16/2010                              | 11/04/2011                       | 1,608.00        | 1,063.00                                      | 545.00                                      |
| 1. APPLE COMPUTER INC                                                  | 02/17/2011                              | 02/27/2012                       | 522.00          | 358.00                                        | 164.00                                      |
| 10. BHP LTD SPONSORED ADR                                              | 11/18/2010                              | 01/27/2012                       | 802.00          | 875.00                                        | -73.00                                      |
| 10. CHEVRONTXACO CORP COM                                              | 11/14/2008                              | 11/17/2011                       | 1,005.00        | 751.00                                        | 254.00                                      |
| 10. CHEVRONTXACO CORP COM                                              | 11/18/2010                              | 01/27/2012                       | 1,043.00        | 838.00                                        | 205.00                                      |
| 895. CISCO SYS INC                                                     | 02/27/1998                              | 04/11/2011                       | 15,639.00       | 9,976.00                                      | 5,663.00                                    |
| 10. CITRIX SYS INC                                                     | 07/22/2010                              | 11/17/2011                       | 742.00          | 465.00                                        | 277.00                                      |
| 5. CITRIX SYS INC                                                      | 11/18/2010                              | 01/27/2012                       | 326.00          | 328.00                                        | -2.00                                       |
| 5. COSTCO WHSL CORP NEW                                                | 11/18/2010                              | 01/27/2012                       | 409.00          | 333.00                                        | 76.00                                       |
| 223. CUMMINS ENGINE INC                                                | 09/03/2009                              | 10/21/2011                       | 20,783.00       | 10,144.00                                     | 10,639.00                                   |
| 25. DANAHER CORP                                                       | 06/16/2010                              | 11/17/2011                       | 1,191.00        | 1,016.00                                      | 175.00                                      |
| 10. DANAHER CORP                                                       | 11/18/2010                              | 01/27/2012                       | 523.00          | 434.00                                        | 89.00                                       |
| 10. DANAHER CORP                                                       | 02/17/2011                              | 02/27/2012                       | 532.00          | 512.00                                        | 20.00                                       |
| 490. WALT DISNEY CO                                                    | 06/16/2010                              | 07/15/2011                       | 19,260.00       | 17,065.00                                     | 2,195.00                                    |
| 10. WALT DISNEY CO                                                     | 11/18/2010                              | 01/27/2012                       | 393.00          | 376.00                                        | 17.00                                       |
| 15. DOMINION RES INC VA NE                                             | 09/14/2010                              | 11/17/2011                       | 764.00          | 661.00                                        | 103.00                                      |
| 10. DOMINION RES INC VA NE                                             | 09/14/2010                              | 01/27/2012                       | 498.00          | 441.00                                        | 57.00                                       |
| 15. E I DU PONT DE NEMOURS                                             | 04/26/2010                              | 11/17/2011                       | 701.00          | 610.00                                        | 91.00                                       |

**6b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . .

Schedule D-1 (Form 1041) 2011

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Employer identification number

MCCREA FOUNDATION 23-16420

54-6052010

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

| (a) Description of property (Example<br>100 sh 7% preferred of "Z" Co) | (b) Date<br>acquired<br>(mo, day, yr) | (c) Date sold<br>(mo, day, yr) | (d) Sales price | (e) Cost or other basis<br>(see instructions) | (f) Gain or (loss)<br>Subtract (e) from (d) |
|------------------------------------------------------------------------|---------------------------------------|--------------------------------|-----------------|-----------------------------------------------|---------------------------------------------|
| <b>6a</b> 10. E I DU PONT DE NEMOURS                                   | 11/18/2010                            | 01/27/2012                     | 507.00          | 466.00                                        | 41.00                                       |
| 395. E I DU PONT DE NEMOURS                                            | 11/18/2010                            | 02/06/2012                     | 20,404.00       | 15,754.00                                     | 4,650.00                                    |
| 5. E I DU PONT DE NEMOURS                                              | 02/17/2011                            | 02/27/2012                     | 255.00          | 278.00                                        | -23.00                                      |
| 30. EMC CORP MASS                                                      | 07/15/2010                            | 11/17/2011                     | 710.00          | 614.00                                        | 96.00                                       |
| 15. EMC CORP MASS                                                      | 11/18/2010                            | 01/27/2012                     | 387.00          | 325.00                                        | 62.00                                       |
| 15. EMC CORP MASS                                                      | 02/17/2011                            | 02/27/2012                     | 415.00          | 409.00                                        | 6.00                                        |
| 630. EMERSON ELECTRIC CO                                               | 06/16/2010                            | 08/10/2011                     | 27,025.00       | 28,204.00                                     | -1,179.00                                   |
| 10. EXXON MOBIL CORP COM                                               | 01/05/2007                            | 11/17/2011                     | 782.00          | 731.00                                        | 51.00                                       |
| 10. EXXON MOBIL CORP COM                                               | 01/05/2007                            | 01/27/2012                     | 862.00          | 731.00                                        | 131.00                                      |
| 5. EXXON MOBIL CORP COM                                                | 02/17/2011                            | 02/27/2012                     | 437.00          | 420.00                                        | 17.00                                       |
| 99. FEDEX CORP                                                         | 12/08/2009                            | 03/25/2011                     | 8,961.00        | 8,906.00                                      | 55.00                                       |
| 176. FEDEX CORP                                                        | 01/12/2010                            | 03/28/2011                     | 16,165.00       | 15,278.00                                     | 887.00                                      |
| 5. FRANKLIN RESOURCES INC                                              | 11/18/2010                            | 01/27/2012                     | 532.00          | 586.00                                        | -54.00                                      |
| 950. GENERAL ELEC CO COM                                               | 05/05/2010                            | 11/08/2011                     | 15,537.00       | 26,062.00                                     | -10,525.00                                  |
| 25. GENERAL ELEC CO COM                                                | 05/05/2010                            | 01/27/2012                     | 476.00          | 457.00                                        | 19.00                                       |
| 15. GENERAL ELEC CO COM                                                | 02/17/2011                            | 02/27/2012                     | 285.00          | 323.00                                        | -38.00                                      |
| 1. GOOGLE INC CL A                                                     | 05/27/2009                            | 01/27/2012                     | 580.00          | 409.00                                        | 171.00                                      |
| 1. GOOGLE INC CL A                                                     | 02/17/2011                            | 02/27/2012                     | 610.00          | 626.00                                        | -16.00                                      |
| 4. W W GRAINGER INC                                                    | 02/22/2011                            | 02/27/2012                     | 835.00          | 534.00                                        | 301.00                                      |
| 5. H J HEINZ CO                                                        | 11/18/2010                            | 01/27/2012                     | 259.00          | 241.00                                        | 18.00                                       |
| 5. H J HEINZ CO                                                        | 02/17/2011                            | 02/27/2012                     | 267.00          | 242.00                                        | 25.00                                       |
| 7. INTL BUSINESS MACHINES                                              | 06/16/2010                            | 11/04/2011                     | 1,307.00        | 910.00                                        | 397.00                                      |
| 112. INTL BUSINESS MACHINE                                             | 11/18/2010                            | 01/13/2012                     | 19,990.00       | 14,628.00                                     | 5,362.00                                    |
| 2. INTL BUSINESS MACHINES                                              | 06/13/2008                            | 01/27/2012                     | 382.00          | 252.00                                        | 130.00                                      |
| 1. INTL BUSINESS MACHINES                                              | 02/17/2011                            | 02/27/2012                     | 197.00          | 164.00                                        | 33.00                                       |

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MCCREA FOUNDATION 23-16420

54-6052010

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

| (a) Description of property (Example<br>100 sh 7% preferred of "Z" Co ) | (b) Date<br>acquired<br>(mo., day, yr.) | (c) Date sold<br>(mo., day, yr.) | (d) Sales price | (e) Cost or other basis<br>(see instructions) | (f) Gain or (loss)<br>Subtract (e) from (d) |
|-------------------------------------------------------------------------|-----------------------------------------|----------------------------------|-----------------|-----------------------------------------------|---------------------------------------------|
| 6a 136. MFC ISHARES TR BARCLA<br>FD PROTECTED SECS FD                   | 06/16/2010                              | 08/31/2011                       | 15,593.00       | 14,245.00                                     | 1,348.00                                    |
| 797. MFC ISHARES TR BARCLA<br>FD PROTECTED SECS FD                      | 02/23/2010                              | 09/29/2011                       | 91,429.00       | 82,787.00                                     | 8,642.00                                    |
| 25. J P MORGAN CHASE & CO                                               | 04/23/2008                              | 11/17/2011                       | 776.00          | 1,123.00                                      | -347.00                                     |
| 15. J P MORGAN CHASE & CO                                               | 04/23/2008                              | 01/27/2012                       | 560.00          | 674.00                                        | -114.00                                     |
| 10. J P MORGAN CHASE & CO                                               | 02/17/2011                              | 02/27/2012                       | 382.00          | 478.00                                        | -96.00                                      |
| 10. JOHNSON & JOHNSON                                                   | 11/18/2010                              | 02/27/2012                       | 644.00          | 639.00                                        | 5.00                                        |
| 10. JOHNSON CONTROLS INC                                                | 11/18/2010                              | 12/30/2011                       | 313.00          | 369.00                                        | -56.00                                      |
| 5. JOHNSON CONTROLS INC                                                 | 11/18/2010                              | 01/27/2012                       | 158.00          | 184.00                                        | -26.00                                      |
| 10. JOHNSON CONTROLS INC                                                | 02/17/2011                              | 02/27/2012                       | 331.00          | 421.00                                        | -90.00                                      |
| 555. LOWES COMPANIES INC                                                | 06/16/2010                              | 06/24/2011                       | 12,873.00       | 15,604.00                                     | -2,731.00                                   |
| 267. MCKESSON HBOC INC                                                  | 11/18/2010                              | 01/23/2012                       | 20,522.00       | 16,478.00                                     | 4,044.00                                    |
| 183. MCKESSON HBOC INC                                                  | 12/08/2009                              | 01/24/2012                       | 13,972.00       | 11,189.00                                     | 2,783.00                                    |
| 390. MEDCO HEALTH SOLUTION                                              | 06/16/2010                              | 06/24/2011                       | 20,936.00       | 12,296.00                                     | 8,640.00                                    |
| 955. MICROSOFT CORP COM                                                 | 04/23/2008                              | 05/23/2011                       | 23,032.00       | 26,430.00                                     | -3,398.00                                   |
| 10. NATIONAL-OILWELL INC                                                | 09/18/2007                              | 11/17/2011                       | 699.00          | 663.00                                        | 36.00                                       |
| 5. NATIONAL-OILWELL INC                                                 | 09/18/2007                              | 01/27/2012                       | 388.00          | 331.00                                        | 57.00                                       |
| 134. NIKE INC CLASS B                                                   | 01/12/2010                              | 04/26/2011                       | 10,715.00       | 8,660.00                                      | 2,055.00                                    |
| 110. NIKE INC CLASS B                                                   | 12/08/2009                              | 04/27/2011                       | 8,824.00        | 7,020.00                                      | 1,804.00                                    |
| 5. NIKE INC CLASS B                                                     | 02/17/2011                              | 02/27/2012                       | 532.00          | 430.00                                        | 102.00                                      |
| 5. NOBLE ENERGY INC COM                                                 | 11/18/2010                              | 01/27/2012                       | 504.00          | 415.00                                        | 89.00                                       |
| 435. MFB NORTHERN FUNDS MU<br>HIGH YIELD OPPORTUNITY FUND               | 04/26/2010                              | 09/29/2011                       | 4,324.00        | 4,602.00                                      | -278.00                                     |
| 10. MFB NORTHERN FUNDS MUL<br>HIGH YIELD OPPORTUNITY FUND               | 04/26/2010                              | 11/04/2011                       | 104.00          | 106.00                                        | -2.00                                       |
| 560. MFB NORTHERN FUNDS MU<br>HIGH YIELD OPPORTUNITY FUND               | 12/21/2010                              | 12/30/2011                       | 5,566.00        | 5,953.00                                      | -387.00                                     |
| 780. MFB NORTHERN FUNDS MU<br>HIGH YIELD OPPORTUNITY FUND               | 12/21/2010                              | 01/27/2012                       | 8,003.00        | 8,097.00                                      | -94.00                                      |
| 465. MFB NORTHERN FUNDS MU<br>HIGH YIELD OPPORTUNITY FUND               | 02/01/2010                              | 02/27/2012                       | 4,859.00        | 4,776.00                                      | 83.00                                       |

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|------------------------------------------------------------------------|-----------------------------------------|----------------------------------|-----------------|-----------------------------------------------|---------------------------------------------|
| 6a 90. MFB NORTHN FDS MULTI-M<br>GLOBAL REALESTATE FD                  | 04/26/2010                              | 09/29/2011                       | 1,412.00        | 1,589.00                                      | -177.00                                     |
| 575. MFB NORTHN FDS MULTI-<br>GLOBAL REALESTATE FD                     | 12/21/2010                              | 12/30/2011                       | 8,826.00        | 10,017.00                                     | -1,191.00                                   |
| 130. MFB NORTHN FDS MULTI-<br>GLOBAL REALESTATE FD                     | 12/21/2010                              | 01/27/2012                       | 2,176.00        | 2,262.00                                      | -86.00                                      |
| 80. MFB NORTHN FDS MULTI-M<br>GLOBAL REALESTATE FD                     | 12/21/2010                              | 02/27/2012                       | 1,370.00        | 1,392.00                                      | -22.00                                      |
| 205. MFB NORTHN FDS MULTI-<br>EMERGING MKTS EQTY FD                    | 07/15/2010                              | 09/29/2011                       | 3,758.00        | 4,178.00                                      | -420.00                                     |
| 3965. MFB NORTHN FDS MULTI<br>EMERGING MKTS EQTY FD                    | 12/21/2010                              | 12/30/2011                       | 64,273.00       | 87,590.00                                     | -23,317.00                                  |
| 340. MFB NORTHN FDS MULTI-<br>EMERGING MKTS EQTY FD                    | 07/15/2010                              | 01/27/2012                       | 6,117.00        | 6,929.00                                      | -812.00                                     |
| 200. MFB NORTHN FDS MULTI-<br>EMERGING MKTS EQTY FD                    | 07/15/2010                              | 02/27/2012                       | 3,742.00        | 4,076.00                                      | -334.00                                     |
| 885. MFB NORTHN MULTI-MANA<br>EQTY FD FD                               | 06/26/2006                              | 09/29/2011                       | 7,381.00        | 8,894.00                                      | -1,513.00                                   |
| 22075. MFB NORTHN MULTI-MA<br>EQTY FD FD                               | 06/26/2006                              | 11/04/2011                       | 196,026.00      | 221,854.00                                    | -25,828.00                                  |
| 1165. MFB NORTHN MULTI-MAN<br>EQTY FD FD                               | 06/26/2006                              | 01/27/2012                       | 10,392.00       | 11,708.00                                     | -1,316.00                                   |
| 705. MFB NORTHN MULTI-MANA<br>EQTY FD FD                               | 02/17/2011                              | 02/27/2012                       | 6,557.00        | 7,233.00                                      | -676.00                                     |
| 105. MFB NORTHN MULTIMGR S                                             | 04/26/2010                              | 09/29/2011                       | 933.00          | 1,002.00                                      | -69.00                                      |
| 1245. MFB NORTHN MULTIMGR                                              | 04/26/2010                              | 12/30/2011                       | 10,906.00       | 11,877.00                                     | -971.00                                     |
| 150. MFB NORTHN MULTIMGR S                                             | 04/26/2010                              | 01/27/2012                       | 1,410.00        | 1,431.00                                      | -21.00                                      |
| 85. MFB NORTHN MULTIMGR SM                                             | 04/26/2010                              | 02/27/2012                       | 830.00          | 811.00                                        | 19.00                                       |
| 175. MFB NORTHN MULTIMGR M                                             | 01/29/2007                              | 09/29/2011                       | 1,815.00        | 1,925.00                                      | -110.00                                     |
| 425. MFB NORTHN MULTIMGR M                                             | 12/16/2010                              | 12/30/2011                       | 4,641.00        | 4,913.00                                      | -272.00                                     |
| 255. MFB NORTHN MULTIMGR M                                             | 12/16/2010                              | 01/27/2012                       | 2,971.00        | 2,948.00                                      | 23.00                                       |
| 150. MFB NORTHN MULTIMGR M                                             | 02/17/2011                              | 02/27/2012                       | 1,833.00        | 1,886.00                                      | -53.00                                      |
| 105. MFB NORTHN FDS SMALL                                              | 12/16/2010                              | 01/27/2012                       | 1,599.00        | 1,519.00                                      | 80.00                                       |
| 60. MFB NORTHN FDS SMALL C                                             | 12/16/2010                              | 02/27/2012                       | 944.00          | 868.00                                        | 76.00                                       |
| 19830. MFB NORTHN SHORT IN<br>US GOVT                                  | 07/15/2010                              | 08/31/2011                       | 209,405.00      | 210,004.00                                    | -599.00                                     |
| 15. MFB NORTHN SHORT INTER<br>GOVT                                     | 07/15/2010                              | 09/01/2011                       | 159.00          | 158.00                                        | 1.00                                        |
| 8875. MFB NORTHN SHORT INT<br>GOVT                                     | 07/15/2010                              | 09/29/2011                       | 93,720.00       | 93,447.00                                     | 273.00                                      |

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|------------------------------------------------------------------------|---------------------------------------|--------------------------------|-----------------|-----------------------------------------------|---------------------------------------------|
| <b>6a</b> 4455.99 MFB NORTHN SHORT I<br>US GOVT                        | 05/10/2010                            | 11/17/2011                     | 47,144.00       | 46,184.00                                     | 960.00                                      |
| 3485. MFB NORTHERN FDS FIX                                             | 06/16/2010                            | 08/31/2011                     | 36,349.00       | 35,977.00                                     | 372.00                                      |
| 60. MFB NORTHERN FDS FIXED                                             | 06/16/2010                            | 09/01/2011                     | 629.00          | 619.00                                        | 10.00                                       |
| 1115. MFB NORTHERN FDS FIX                                             | 11/18/2010                            | 01/27/2012                     | 11,708.00       | 11,763.00                                     | -55.00                                      |
| 675. MFB NORTHERN FDS FIXE                                             | 11/18/2010                            | 02/27/2012                     | 7,128.00        | 7,121.00                                      | 7.00                                        |
| 5. ADR NOVARTIS AG SPONSOR<br>#US66987V1098                            | 11/18/2010                            | 12/30/2011                     | 287.00          | 284.00                                        | 3.00                                        |
| 430. ADR NOVARTIS AG SPONS<br>ISIN #US66987V1098                       | 11/18/2010                            | 01/23/2012                     | 23,817.00       | 23,232.00                                     | 585.00                                      |
| 5. OMNICOM GRP INC COM                                                 | 12/21/2010                            | 12/30/2011                     | 222.00          | 234.00                                        | -12.00                                      |
| 10. OMNICOM GRP INC COM                                                | 12/21/2010                            | 01/27/2012                     | 466.00          | 467.00                                        | -1.00                                       |
| 25. ORACLE CORPORATION                                                 | 10/04/2010                            | 11/17/2011                     | 793.00          | 681.00                                        | 112.00                                      |
| 20. ORACLE CORPORATION                                                 | 11/18/2010                            | 01/27/2012                     | 569.00          | 567.00                                        | 2.00                                        |
| 10. ORACLE CORPORATION                                                 | 02/17/2011                            | 02/27/2012                     | 292.00          | 330.00                                        | -38.00                                      |
| 305. PEPSICO INC                                                       | 10/02/2009                            | 03/08/2011                     | 19,400.00       | 17,775.00                                     | 1,625.00                                    |
| 160. PEPSICO INC                                                       | 06/16/2010                            | 08/29/2011                     | 10,223.00       | 8,568.00                                      | 1,655.00                                    |
| 55. PEPSICO INC                                                        | 09/10/2004                            | 08/30/2011                     | 3,527.00        | 2,757.00                                      | 770.00                                      |
| 675. PIMCO COMMODITY REALR<br>STRATEGY FUND                            | 10/05/2009                            | 08/31/2011                     | 6,230.00        | 5,117.00                                      | 1,113.00                                    |
| 6990. PIMCO COMMODITY REAL<br>STRATEGY FUND                            | 06/09/2010                            | 09/29/2011                     | 53,054.00       | 50,057.00                                     | 2,997.00                                    |
| 50. PIMCO COMMODITY REALRE<br>STRATEGY FUND                            | 03/16/2009                            | 12/30/2011                     | 327.00          | 297.00                                        | 30.00                                       |
| 130. PIMCO COMMODITY REALR<br>STRATEGY FUND                            | 02/17/2011                            | 02/27/2012                     | 926.00          | 1,196.00                                      | -270.00                                     |
| 10. PRINCIPAL FINANCIAL GR                                             | 12/06/2010                            | 01/27/2012                     | 276.00          | 300.00                                        | -24.00                                      |
| 15. PRINCIPAL FINANCIAL GR                                             | 02/17/2011                            | 02/27/2012                     | 412.00          | 512.00                                        | -100.00                                     |
| 15. PROCTER & GAMBLE CO                                                | 01/30/2007                            | 11/17/2011                     | 945.00          | 966.00                                        | -21.00                                      |
| 5. PROCTER & GAMBLE CO                                                 | 01/30/2007                            | 01/27/2012                     | 322.00          | 322.00                                        |                                             |
| 10. PROCTER & GAMBLE CO                                                | 01/30/2007                            | 02/27/2012                     | 667.00          | 644.00                                        | 23.00                                       |
| 940. MFC SPDR GOLD TR GOLD                                             | 06/16/2010                            | 09/01/2011                     | 167,121.00      | 111,162.00                                    | 55,959.00                                   |

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|--------------------------------------------------------------------------|-----------------------------------------|----------------------------------|-----------------|-----------------------------------------------|---------------------------------------------|
| 6a 40. MFC SPDR GOLD TR GOLD                                             | 05/10/2010                              | 09/29/2011                       | 6,290.00        | 4,710.00                                      | 1,580.00                                    |
| 26. MFC SPDR GOLD TR GOLD                                                | 11/19/2010                              | 01/27/2012                       | 4,389.00        | 3,420.00                                      | 969.00                                      |
| 14. MFC SPDR GOLD TR GOLD                                                | 02/17/2011                              | 02/27/2012                       | 2,418.00        | 1,891.00                                      | 527.00                                      |
| 5. SALESFORCE COM INC COM                                                | 07/15/2010                              | 11/17/2011                       | 658.00          | 476.00                                        | 182.00                                      |
| 134. SALESFORCE COM INC CO                                               | 11/18/2010                              | 01/13/2012                       | 13,913.00       | 13,003.00                                     | 910.00                                      |
| 101. SALESFORCE COM INC CO                                               | 06/16/2010                              | 01/17/2012                       | 10,556.00       | 9,463.00                                      | 1,093.00                                    |
| 5. SIMON PPTY GROUP INC NE                                               | 11/03/2010                              | 11/17/2011                       | 615.00          | 502.00                                        | 113.00                                      |
| 30. SPECTRA ENERGY CORP CO                                               | 08/13/2008                              | 11/17/2011                       | 853.00          | 779.00                                        | 74.00                                       |
| 25. SPECTRA ENERGY CORP CO                                               | 08/13/2008                              | 01/27/2012                       | 791.00          | 649.00                                        | 142.00                                      |
| 10. SPECTRA ENERGY CORP CO                                               | 02/17/2011                              | 02/27/2012                       | 316.00          | 265.00                                        | 51.00                                       |
| 330. SUNCOR ENERGY INC NEW                                               | 06/16/2010                              | 09/28/2011                       | 9,031.00        | 11,757.00                                     | -2,726.00                                   |
| 240. SUNCOR ENERGY INC NEW                                               | 05/14/2009                              | 09/29/2011                       | 6,321.00        | 7,076.00                                      | -755.00                                     |
| 280. THE TRAVELERS COMPANI                                               | 11/09/2009                              | 09/22/2011                       | 13,197.00       | 14,981.00                                     | -1,784.00                                   |
| 20. US BANCORP DEL NEW                                                   | 04/28/2008                              | 01/27/2012                       | 557.00          | 699.00                                        | -142.00                                     |
| 5. US BANCORP DEL NEW                                                    | 04/28/2008                              | 02/27/2012                       | 144.00          | 175.00                                        | -31.00                                      |
| 5. UNITED TECHNOLOGIES COR                                               | 09/18/2007                              | 01/27/2012                       | 389.00          | 383.00                                        | 6.00                                        |
| 245. UNITEDHEALTH GROUP IN                                               | 06/16/2010                              | 11/08/2011                       | 11,140.00       | 7,682.00                                      | 3,458.00                                    |
| 10. UNITEDHEALTH GROUP INC                                               | 11/18/2010                              | 01/27/2012                       | 511.00          | 357.00                                        | 154.00                                      |
| 10. UNITEDHEALTH GROUP INC                                               | 02/17/2011                              | 02/27/2012                       | 557.00          | 426.00                                        | 131.00                                      |
| 5. WAL MART STORES INC                                                   | 09/04/2008                              | 01/27/2012                       | 304.00          | 303.00                                        | 1.00                                        |
| 30. WELLS FARGO & CO NEW                                                 | 06/16/2010                              | 11/17/2011                       | 748.00          | 840.00                                        | -92.00                                      |
| 15. WELLS FARGO & CO NEW                                                 | 12/03/2010                              | 01/27/2012                       | 443.00          | 431.00                                        | 12.00                                       |
| 10. WELLS FARGO & CO NEW                                                 | 02/17/2011                              | 02/27/2012                       | 304.00          | 330.00                                        | -26.00                                      |
| 10. WHOLE FOODS MKT INC                                                  | 06/02/2010                              | 11/17/2011                       | 667.00          | 399.00                                        | 268.00                                      |
| 10. WHOLE FOODS MKT INC                                                  | 02/17/2011                              | 02/27/2012                       | 815.00          | 605.00                                        | 210.00                                      |

**6b Total.** Combine the amounts in column (f) Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2011



FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES  
=====

| DESCRIPTION<br>----- | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS<br>----- | NET<br>INVESTMENT<br>INCOME<br>----- |
|----------------------|--------------------------------------------------|--------------------------------------|
| DIVIDENDS & INTEREST | 180,893.                                         | 180,893.                             |
|                      | -----                                            | -----                                |
| TOTAL                | 180,893.                                         | 180,893.                             |
|                      | =====                                            | =====                                |

FORM 990PF, PART I - ACCOUNTING FEES  
=====

| DESCRIPTION<br>----- | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS<br>----- | NET<br>INVESTMENT<br>INCOME<br>----- | ADJUSTED<br>NET<br>INCOME<br>----- | CHARITABLE<br>PURPOSES<br>----- |
|----------------------|--------------------------------------------------|--------------------------------------|------------------------------------|---------------------------------|
| TAX PREPARATION      | 1,000.                                           | 500.                                 |                                    | 500.                            |
| TOTALS               | 1,000.                                           | 500.                                 | NONE                               | 500.                            |
|                      | =====                                            | =====                                | =====                              | =====                           |

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

| DESCRIPTION<br>----- | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS<br>----- | NET<br>INVESTMENT<br>INCOME<br>----- |
|----------------------|--------------------------------------------------|--------------------------------------|
| INVESTMENT ADVISORY  | 26,369.                                          | 26,369.                              |
|                      | -----                                            | -----                                |
| TOTALS               | 26,369.                                          | 26,369.                              |
|                      | =====                                            | =====                                |

FORM 990PF, PART I - TAXES  
=====

| DESCRIPTION<br>----- | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS<br>----- | NET<br>INVESTMENT<br>INCOME<br>----- |
|----------------------|--------------------------------------------------|--------------------------------------|
| ESTIMATED TAX        | 1,740.                                           |                                      |
| FOREIGN TAX          | 3,572.                                           | 3,572.                               |
|                      | -----                                            | -----                                |
| TOTALS               | 5,312.                                           | 3,572.                               |
|                      | =====                                            | =====                                |

## FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

| DESCRIPTION<br>-----                 | AMOUNT<br>----- |
|--------------------------------------|-----------------|
| PRIOR PERIOD ADJUSTMENT              | 28,865.         |
| RECOVERY OF QUALIFYING DISTRIBUTIONS | 20,000.         |
|                                      | -----           |
| TOTAL                                | 48,865.         |
|                                      | =====           |

## FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

## OFFICER NAME:

PHOEBE W. MUZZY

## ADDRESS:

3679 INWOOD DR.

HOUSTON, TX 77019

## TITLE:

PRESIDENT

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION ..... 1,500.

## OFFICER NAME:

DAVID D WELSH

## ADDRESS:

P.O. BOX 56449

HOUSTON, TX 77256-6449

## TITLE:

VP / SECRETARY

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION ..... 1,500.

## OFFICER NAME:

JOHN L WELSH III

## ADDRESS:

620 W. FORK VIS

GARDNERVILLE, NV 89460

## TITLE:

VP/ASST. TREASURER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION ..... 1,500.

## OFFICER NAME:

EDWARD C WELSH

## ADDRESS:

110 KENNEDY AVE., APT. 3

SAN ANTONIO, TX 78209-5256

## TITLE:

VP/TREASURER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION ..... 1,500.

TOTAL COMPENSATION:

6,000.

=====

MCCREA FOUNDATION 23-16420

54-6052010

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

SEE ATTACHED LISTING

ADDRESS:

SEE ATTACHED

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 280,000.

TOTAL GRANTS PAID: 280,000.

=====

STATEMENT 7

**McCrea Foundation**  
**Charitable Grants 3/1/11-2/29/12**

| ISSUED        | RECIPIENT                                             | RECIPIENT ADDRESS                              | RECIPIENT ADDRESS                | AMOUNT               |
|---------------|-------------------------------------------------------|------------------------------------------------|----------------------------------|----------------------|
| 5/12/2011     | St George's School                                    | P O Box 1910                                   | Newport, RI 02840                | \$ 5,350 00          |
| 5/12/2011     | St George's School                                    | P O Box 1910                                   | Newport, RI 02840                | \$ 5,000 00          |
| 5/12/2011     | Forum of Civics Foundation                            | Attn Carol Butler<br>2503 Westheimer Rd        | Houston, TX 77098                | \$ 10,000 00         |
| 6/10/2011     | Independent Arts Collaborative                        | 2201 Preston St                                | Houston, TX 77003                | \$ 1,000 00          |
| 7/27/2011     | Annunciation Orthodox School                          | 3600 Yoakum Blvd                               | Houston, TX 77006                | \$ 55,000 00         |
| 8/16/2011     | Houston SPCA                                          | 900 Portway Dr                                 | Houston, TX 77024                | \$ 5,000 00          |
| 9/14/2011     | Children's Cancer Association                         | c/o Regina Ellis 433 NW 4th Ave Ste 100        | Portland, OR 97209               | \$ 10,000 00         |
| 9/14/2011     | Portland Parks Foundation                             | 506 SW Sixth Avenue, Suite 1100                | Portland, OR 97204               | \$ 1,000 00          |
| 9/26/2011     | University of Nevada, Reno                            | Mail Stop 278                                  | Reno, NV 89557                   | \$ 10,000 00         |
| 9/26/2011     | Proctor Academy                                       | P O Box 500                                    | Andover, NH 03216                | \$ 10,000 00         |
| 9/26/2011     | Trinity Pawling School                                | 700 Route 22                                   | Pawling, NY 12564                | \$ 5,000 00          |
| 9/26/2011     | Diocese of Olympia FBO Christ Episcopal Church        | 1216 Seventh St                                | Anacortes, WA 98221              | \$ 5,000 00          |
| 10/25/2011    | Big Brothers Big Sisters of South Texas               | 202 Baltimore Ave                              | San Antonio, TX 78215            | \$ 5,000 00          |
| 10/25/2011    | The San Antonio River Foundation                      | P O Box 830045                                 | San Antonio, TX 78283            | \$ 1,000 00          |
| 10/28/2011    | Carson Valley Medical Center Hospital Foundation, Inc | 1197 Hwy 395                                   | Gardnerville, NV 89410           | \$ 5,000 00          |
| 10/28/2011    | The Anacortes Schools Foundation                      | 2200 M Avenue                                  | Anacortes, WA 98221              | \$ 1,000 00          |
| 12/28/2011    | Big Brothers Big Sisters of South Texas               | 202 Baltimore Ave                              | San Antonio, TX 78215            | \$ 4,000 00          |
| 12/28/2011    | The "Q" Foundation                                    | 4741 Central, Ste 509                          | Kansas City, MO 64112            | \$ 2,000 00          |
| 12/28/2011    | Texas Children's Hospital                             | P O Box 300630 MC 4-4483                       | Houston, TX 77230                | \$ 5,000 00          |
| 12/28/2011    | CCA Texas Function                                    | 6919 Portwest, Ste 100                         | Houston, TX 77024                | \$ 2,000 00          |
| 12/28/2011    | Texas Biomedical Research Institute                   | P O Box 760549                                 | San Antonio, TX 78209            | \$ 5,000 00          |
| 12/28/2011    | Brian Grant Foundation                                | 720 NW Davis, Ste 300                          | Portland, OR 97209               | \$ 2,000 00          |
| 1/5/2012      | Annunciation Orthodox School                          | 3600 Yoakum Blvd                               | Houston, TX 77006                | \$ 10,000 00         |
| 1/19/2012     | Austin Kirby Foundation                               | P O Box 960                                    | Minden, NV 89423                 | \$ 2,500 00          |
| 1/19/2012     | Sagebrush Equine Training Center for the Handicapped  | 100 Let'er Buck Road                           | Hailey, Idaho 83333              | \$ 2,500 00          |
| 1/25/2012     | River Oaks Garden Club                                | 2503 Westheimer Rd                             | Houston, TX 77098                | \$ 1,500 00          |
| 1/25/2012     | Texas Children's Hospital                             | Office of Development P O Box 300630 MC 4-4483 | Houston, Texas 77230             | \$ 5,000 00          |
| 1/25/2012     | Texas Children's Hospital                             | Office of Development P O Box 300630 MC 4-4483 | Houston, Texas 77230             | \$ 1,000 00          |
| 1/25/2012     | The TVRC Education Foundation, Inc                    | P O Box 3968                                   | Jackson, Wyoming 83001           | \$ 16,500 00         |
| 1/25/2012     | The TVRC Education Foundation, Inc                    | P O Box 3968                                   | Jackson, Wyoming 83001           | \$ 15,000 00         |
| 1/25/2012     | Davidson College                                      | P O Box 7162                                   | Davidson, NC 28035               | \$ 2,000 00          |
| 1/25/2012     | University of Virginia                                | P O Box 400807                                 | Charlottesville, VA 22904-4807   | \$ 2,500 00          |
| 1/25/2012     | Ethel Walker School                                   | 230 Bushy Hill Rd                              | Simsbury, CT 06070               | \$ 5,000 00          |
| 1/25/2012     | Home Run Hitters International, Inc                   | P O Box 682861                                 | Houston, TX 77268                | \$ 1,000 00          |
| 1/25/2012     | Spring Spint Baseball Program, Inc                    | P O Box 550549                                 | Houston, TX 77255                | \$ 1,000 00          |
| 1/25/2012     | DBA Spring Spint Baseball                             | P O Box 270477                                 | Houston, TX 77277                | \$ 2,000 00          |
| 1/25/2012     | Trees for Houston                                     | P O Box 270477                                 | Houston, TX 77277                | \$ 2,000 00          |
| 1/25/2012     | Houston Arboretum and Nature Center                   | 4501 Woodway Dr                                | Houston, TX 77024                | \$ 1,150 00          |
| 1/25/2012     | Yale University                                       | P O Box 2038                                   | New Haven, CT 06521-2038         | \$ 7,000 00          |
| 2/13/2012     | McNay Art Museum                                      | 6000 North New Braunfels P O Box 6969          | San Antonio, TX 78209            | \$ 10,000 00         |
| 2/13/2012     | Virginia Museum of Fine Arts Foundation               | 200 N Boulevard                                | Richmond, VA 23220-4007          | \$ 10,000 00         |
| 2/13/2012     | Christian Assistance Ministry, Inc                    | 110 McCullough Ave                             | San Antonio, TX 78215            | \$ 8,000 00          |
| 2/13/2012     | Operation Homefront, Inc                              | 8930 Fourwinds Drive, Suite 340                | San Antonio, TX 78239            | \$ 5,000 00          |
| 2/15/2012     | Annunciation Orthodox School                          | 3600 Yoakum Blvd                               | Houston, TX 77006                | \$ 14,000 00         |
| 2/27/2012     | University of Richmond                                | G-17 Maryland Hall                             | University of Richmond, VA 23173 | \$ 500 00            |
| 2/27/2012     | Tanzanian Children's Function                         | P O Box 382006                                 | Cambridge, MA 02238              | \$ 500 00            |
| 2/27/2012     | Global Brigades, Inc                                  | 1099 E Champlain Dr, Ste A-176                 | Fresno, CA 93720                 | \$ 1,000 00          |
| 2/27/2012     | Texas Children's Hospital                             | P O Box 300630 MC 4-4483                       | Houston, TX 77230                | \$ 1,000 00          |
| <b>Totals</b> |                                                       |                                                |                                  | <b>\$ 280,000 00</b> |

# Reporting

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Account number Multiple Accounts

23-16420,23-90231

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## ◆ Asset Detail - Base Currency

| Description / Asset ID<br>Investment Mgr ID<br>Shares/PAR value | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost | Unrealized gain/loss |             | Total |
|-----------------------------------------------------------------|--------------------------------------|---------------------------|--------------|------|----------------------|-------------|-------|
|                                                                 |                                      |                           |              |      | Market               | Translation |       |

### Equity Securities

#### Common stock

##### Australia - USD

ADR BHP BILLITON LTD SPONSORED ADR CUSIP 088606108

|                 |       |        |           |           |          |      |          |
|-----------------|-------|--------|-----------|-----------|----------|------|----------|
| 340 000         | 76 82 | 374 00 | 26,118 80 | 23,991 32 | 2,127 48 | 0 00 | 2,127 48 |
| Total USD       |       | 374 00 | 26,118 80 | 23,991 32 | 2,127 48 | 0 00 | 2,127 48 |
| Total Australia |       | 374 00 | 26,118 80 | 23,991 32 | 2,127 48 | 0 00 | 2,127 48 |

##### United States - USD

#REORG/EXPRESS SCRIPTS INC STOCK MERGER EXPRESS SCRIPTS 2H1RA21 4/3/2012 CUSIP 302182100

|                                |       |      |           |           |        |      |        |
|--------------------------------|-------|------|-----------|-----------|--------|------|--------|
| 385 000                        | 53 33 | 0 00 | 20,532 05 | 19,878 35 | 653 70 | 0 00 | 653 70 |
| ABBOTT LAB COM CUSIP 002824100 |       |      |           |           |        |      |        |

|                                 |       |      |           |           |          |      |          |
|---------------------------------|-------|------|-----------|-----------|----------|------|----------|
| 380 000                         | 56 61 | 0 00 | 21,511 80 | 19,021 66 | 2,490 14 | 0 00 | 2,490 14 |
| ALTERA CORP COM CUSIP 021441100 |       |      |           |           |          |      |          |

|                                     |       |       |           |           |          |      |          |
|-------------------------------------|-------|-------|-----------|-----------|----------|------|----------|
| 495 000                             | 38 45 | 40 40 | 19,032 75 | 11,295 03 | 7,737 72 | 0 00 | 7,737 72 |
| AMERICAN EXPRESS CO CUSIP 025816109 |       |       |           |           |          |      |          |

|                                                 |       |      |           |           |          |      |          |
|-------------------------------------------------|-------|------|-----------|-----------|----------|------|----------|
| 795 000                                         | 52 89 | 0 00 | 42,047 55 | 37,182 48 | 4,865 07 | 0 00 | 4,865 07 |
| AMERICAN WTR WKS CO INC NEW COM CUSIP 030420103 |       |      |           |           |          |      |          |

|                               |       |        |           |           |        |      |        |
|-------------------------------|-------|--------|-----------|-----------|--------|------|--------|
| 462 000                       | 34 28 | 107 41 | 15,837 36 | 15,433 92 | 403 44 | 0 00 | 403 44 |
| AMGEN INC COM CUSIP 031162100 |       |        |           |           |        |      |        |

|                                   |       |        |           |           |        |      |        |
|-----------------------------------|-------|--------|-----------|-----------|--------|------|--------|
| 290 000                           | 67 95 | 106 20 | 19,705 50 | 19,792 21 | -86 71 | 0 00 | -86 71 |
| APPLE INC COM STK CUSIP 037833100 |       |        |           |           |        |      |        |

|         |        |      |            |           |           |      |           |
|---------|--------|------|------------|-----------|-----------|------|-----------|
| 203 000 | 542 44 | 0 00 | 110,115 32 | 29,773 77 | 80,341 55 | 0 00 | 80,341 55 |
|---------|--------|------|------------|-----------|-----------|------|-----------|

### Northern Trust

\*Generated by Northern Trust from reviewed periodic data on 25 Jun 12 B003

# Reporting

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Account number Multiple Accounts

23-16420.23-90231

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## ◆ Asset Detail - Base Currency

| Description / Asset ID                               | Investment Mgr ID | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost      | Unrealized gain/loss |             | Total     |
|------------------------------------------------------|-------------------|--------------------------------------|---------------------------|--------------|-----------|----------------------|-------------|-----------|
| Shares/PAR value                                     |                   |                                      |                           |              |           | Market               | Translation |           |
| Equity Securities                                    |                   |                                      |                           |              |           |                      |             |           |
| Common stock                                         |                   |                                      |                           |              |           |                      |             |           |
| United States - USD                                  |                   |                                      |                           |              |           |                      |             |           |
| AUTODESK INC COM CUSIP 052769106                     |                   |                                      |                           |              |           |                      |             |           |
| 485 000                                              |                   | 37 85                                | 0 00                      | 18,357 25    | 19,686 59 | -1,329 34            | 0 00        | -1,329 34 |
| AUTOMATIC DATA PROCESSING INC COM CUSIP 053015103    |                   |                                      |                           |              |           |                      |             |           |
| 361 000                                              |                   | 54 32                                | 0 00                      | 19,609 52    | 19,995 40 | -385 88              | 0 00        | -385 88   |
| BRISTOL MYERS SQUIBB CO COM CUSIP 110122108          |                   |                                      |                           |              |           |                      |             |           |
| 1,200 000                                            |                   | 32 17                                | 0 00                      | 38,604 00    | 35,765 95 | 2,838 05             | 0 00        | 2,838 05  |
| CHEVRON CORP COM CUSIP 166764100                     |                   |                                      |                           |              |           |                      |             |           |
| 505 000                                              |                   | 109 12                               | 409 05                    | 55,105 60    | 39,117 62 | 15,987 98            | 0 00        | 15,987 98 |
| CITRIX SYS INC COM CUSIP 177376100                   |                   |                                      |                           |              |           |                      |             |           |
| 505 000                                              |                   | 74 74                                | 0 00                      | 37,743 70    | 28,591 62 | 9,152 08             | 0 00        | 9,152 08  |
| COCA COLA CO COM CUSIP 191216100                     |                   |                                      |                           |              |           |                      |             |           |
| 635 000                                              |                   | 69 86                                | 0 00                      | 44,361 10    | 44,042 12 | 318 98               | 0 00        | 318 98    |
| CONOCOPHILLIPS COM CUSIP 20825C104                   |                   |                                      |                           |              |           |                      |             |           |
| 350 000                                              |                   | 76 55                                | 231 00                    | 26,792 50    | 21,867 47 | 4,925 03             | 0 00        | 4,925 03  |
| COSTCO WHOLESALE CORP NEW COM CUSIP 22160K105        |                   |                                      |                           |              |           |                      |             |           |
| 475 000                                              |                   | 86 06                                | 0 00                      | 40,878 50    | 32,359 13 | 8,519 37             | 0 00        | 8,519 37  |
| COVIDIEN PLC USD0 20(POST CONSOLDTN) CUSIP G2554F113 |                   |                                      |                           |              |           |                      |             |           |
| 520 000                                              |                   | 52 25                                | 0 00                      | 27,170 00    | 26,088 12 | 1,081 88             | 0 00        | 1,081 88  |

Northern Trust

\*Generated by Northern Trust from reviewed periodic data on 25 Jun 12 B003

# Reporting

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Account number Multiple Accounts  
23-16420,23-90231

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## ◆ Asset Detail - Base Currency

| Description / Asset ID<br>Investment Mgr ID | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost | Unrealized gain/loss |             | Total |
|---------------------------------------------|--------------------------------------|---------------------------|--------------|------|----------------------|-------------|-------|
|                                             |                                      |                           |              |      | Market               | Translation |       |
| Shares/PAR value                            |                                      |                           |              |      |                      |             |       |

## Equity Securities

### Common stock

#### United States - USD

|                                                                               |        |        |           |           |           |      |           |
|-------------------------------------------------------------------------------|--------|--------|-----------|-----------|-----------|------|-----------|
| DANAHER CORP COM CUSIP 235851102                                              |        |        |           |           |           |      |           |
| 1,100 000                                                                     | 52 83  | 0 00   | 58,113 00 | 34,593 38 | 23,519 62 | 0 00 | 23,519 62 |
| DOMINION RES INC VA NEW COM CUSIP 25746U109                                   |        |        |           |           |           |      |           |
| 685 000                                                                       | 50 47  | 361 33 | 34,571 95 | 30,445 27 | 4,126 68  | 0 00 | 4,126 68  |
| DU PONT E I DE NEMOURS & CO COM STK CUSIP 263534109                           |        |        |           |           |           |      |           |
| 465 000                                                                       | 50 85  | 192 70 | 23,645 25 | 18 641 34 | 5,003 91  | 0 00 | 5,003 91  |
| EATON CORP COM CUSIP 278058102                                                |        |        |           |           |           |      |           |
| 615 000                                                                       | 52 19  | 0 00   | 32,096 85 | 32,878 12 | -781 27   | 0 00 | -781 27   |
| EMC CORP COM CUSIP 268648102                                                  |        |        |           |           |           |      |           |
| 1,685 000                                                                     | 27 69  | 0 00   | 46,657 65 | 33,951 09 | 12,706 56 | 0 00 | 12,706 56 |
| ENBRIDGE ENERGY MGMT L L C COM FRACTIONAL SHARE CUSIP CKC50X106               |        |        |           |           |           |      |           |
| 99,172 000                                                                    | 0 00   | 0 00   | 0 00      | 0 00      | 0 00      | 0 00 | 0 00      |
| ENBRIDGE ENERGY MGMT L L C SHS UNITS REPSTG LTD LIABILITY INT CUSIP 29250X103 |        |        |           |           |           |      |           |
| 1 000                                                                         | 33 77  | 0 00   | 33 77     | 0 00      | 33 77     | 0 00 | 33 77     |
| EXXON MOBIL CORP COM CUSIP 30231G102                                          |        |        |           |           |           |      |           |
| 800 000                                                                       | 86 50  | 378 35 | 69,200 00 | 34,315 91 | 34,884 09 | 0 00 | 34,884 09 |
| FRKLN RES INC COM CUSIP 354613101                                             |        |        |           |           |           |      |           |
| 318 000                                                                       | 117 89 | 0 00   | 37,489 02 | 37,235 29 | 253 73    | 0 00 | 253 73    |

Northern Trust

\*Generated by Northern Trust from reviewed periodic data on 25 Jun 12 B003

# Reporting

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Account number Multiple Accounts  
23-16420,23-90231

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## ◆ Asset Detail - Base Currency

| Description / Asset ID |                  | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost | Unrealized gain/loss |             | Total |
|------------------------|------------------|--------------------------------------|---------------------------|--------------|------|----------------------|-------------|-------|
| Investment Mgr ID      | Shares/PAR value |                                      |                           |              |      | Market               | Translation |       |

### Equity Securities

#### Common stock

##### United States - USD

|                                                       |        |        |           |           |           |      |  |           |
|-------------------------------------------------------|--------|--------|-----------|-----------|-----------|------|--|-----------|
| GENERAL ELECTRIC CO CUSIP 369604103                   |        |        |           |           |           |      |  |           |
| 1,765,000                                             | 19.05  | 302.60 | 33,623.25 | 30,469.69 | 3,153.56  | 0.00 |  | 3,153.56  |
| GOOGLE INC CL A CL A CUSIP 38259P508                  |        |        |           |           |           |      |  |           |
| 94,000                                                | 618.25 | 0.00   | 58,115.50 | 44,309.95 | 13,805.55 | 0.00 |  | 13,805.55 |
| GRAINGER W W INC COM CUSIP 384802104                  |        |        |           |           |           |      |  |           |
| 151,000                                               | 207.73 | 102.30 | 31,367.23 | 17,859.21 | 13,508.02 | 0.00 |  | 13,508.02 |
| H J HEINZ CUSIP 423074103                             |        |        |           |           |           |      |  |           |
| 580,000                                               | 52.71  | 0.00   | 30,571.80 | 27,483.28 | 3,088.52  | 0.00 |  | 3,088.52  |
| HOME DEPOT INC COM CUSIP 437076102                    |        |        |           |           |           |      |  |           |
| 1,070,000                                             | 47.57  | 0.00   | 50,899.90 | 47,952.59 | 2,947.31  | 0.00 |  | 2,947.31  |
| INTERNATIONAL BUSINESS MACHS CORP COM CUSIP 459200101 |        |        |           |           |           |      |  |           |
| 232,000                                               | 196.73 | 174.75 | 45,641.36 | 31,106.87 | 14,534.49 | 0.00 |  | 14,534.49 |
| JOHNSON & JOHNSON COM USD1 CUSIP 478160104            |        |        |           |           |           |      |  |           |
| 265,000                                               | 65.08  | 156.75 | 17,246.20 | 10,386.98 | 6,859.22  | 0.00 |  | 6,859.22  |
| JOHNSON CTL INC COM CUSIP 478366107                   |        |        |           |           |           |      |  |           |
| 745,000                                               | 32.63  | 0.00   | 24,309.35 | 21,053.31 | 3,256.04  | 0.00 |  | 3,256.04  |
| JPMORGAN CHASE & CO COM CUSIP 46625H100               |        |        |           |           |           |      |  |           |
| 1,145,000                                             | 39.24  | 0.00   | 44,929.80 | 37,263.35 | 7,666.45  | 0.00 |  | 7,666.45  |

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## ◆ Asset Detail - Base Currency

| Description / Asset ID |                  | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost | Market | Unrealized gain/loss |       |
|------------------------|------------------|--------------------------------------|---------------------------|--------------|------|--------|----------------------|-------|
| Investment Mgr ID      | Shares/PAR value |                                      |                           |              |      |        | Translation          | Total |

### Equity Securities

#### Common stock

##### United States - USD

KINDER MORGAN MGMT LLC KINDER MORGAN MGMT LLC FR CUSIP EKE55U103

|            |      |      |      |      |      |      |      |      |
|------------|------|------|------|------|------|------|------|------|
| 97,999 000 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 |
|------------|------|------|------|------|------|------|------|------|

MC DONALDS CORP COM CUSIP 580135101

|         |       |        |           |           |          |      |      |          |
|---------|-------|--------|-----------|-----------|----------|------|------|----------|
| 315 000 | 99 28 | 220 50 | 31,273 20 | 26,863 16 | 4,410 04 | 0 00 | 0 00 | 4,410 04 |
|---------|-------|--------|-----------|-----------|----------|------|------|----------|

NATIONAL OILWELL VARCO COM STK CUSIP 637071101

|         |       |      |           |           |           |      |      |           |
|---------|-------|------|-----------|-----------|-----------|------|------|-----------|
| 490 000 | 82 53 | 0 00 | 40,439 70 | 22,390 83 | 18,048 87 | 0 00 | 0 00 | 18,048 87 |
|---------|-------|------|-----------|-----------|-----------|------|------|-----------|

NIKE INC CL B CUSIP 654106103

|         |        |      |           |           |          |      |      |          |
|---------|--------|------|-----------|-----------|----------|------|------|----------|
| 236 000 | 107 92 | 0 00 | 25,469 12 | 16,825 99 | 8,643 13 | 0 00 | 0 00 | 8,643 13 |
|---------|--------|------|-----------|-----------|----------|------|------|----------|

NOBLE ENERGY INC COM CUSIP 655044105

|         |       |      |           |           |          |      |      |          |
|---------|-------|------|-----------|-----------|----------|------|------|----------|
| 235 000 | 97 65 | 0 00 | 22,947 75 | 15,579 90 | 7,367 85 | 0 00 | 0 00 | 7,367 85 |
|---------|-------|------|-----------|-----------|----------|------|------|----------|

NORFOLK SOUTHN CORP COM CUSIP 655844108

|         |       |        |           |           |        |      |      |        |
|---------|-------|--------|-----------|-----------|--------|------|------|--------|
| 505 000 | 68 90 | 239 70 | 34,794 50 | 34,082 15 | 712 35 | 0 00 | 0 00 | 712 35 |
|---------|-------|--------|-----------|-----------|--------|------|------|--------|

NUCOR CORP COM CUSIP 670346105

|         |       |      |           |           |         |      |      |         |
|---------|-------|------|-----------|-----------|---------|------|------|---------|
| 450 000 | 43 53 | 0 00 | 19,588 50 | 20,313 18 | -724 68 | 0 00 | 0 00 | -724 68 |
|---------|-------|------|-----------|-----------|---------|------|------|---------|

OMNICOM GROUP INC COM CUSIP 681919106

|         |       |      |           |           |          |      |      |          |
|---------|-------|------|-----------|-----------|----------|------|------|----------|
| 680 000 | 49 44 | 0 00 | 33,619 20 | 31,006 25 | 2,612 95 | 0 00 | 0 00 | 2,612 95 |
|---------|-------|------|-----------|-----------|----------|------|------|----------|

ORACLE CORP COM CUSIP 68389X105

|           |       |      |           |           |          |      |      |          |
|-----------|-------|------|-----------|-----------|----------|------|------|----------|
| 1,535 000 | 29 27 | 0 00 | 44,929 45 | 42,173 26 | 2,756 19 | 0 00 | 0 00 | 2,756 19 |
|-----------|-------|------|-----------|-----------|----------|------|------|----------|

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## ◆ Asset Detail - Base Currency

| Description / Asset ID |                  | Accrued<br>income/expense | Market Value | Cost | Unrealized gain/loss |             | Total |
|------------------------|------------------|---------------------------|--------------|------|----------------------|-------------|-------|
| Investment Mgr ID      | Shares/PAR value |                           |              |      | Market               | Translation |       |
|                        |                  |                           |              |      |                      |             |       |

### Equity Securities

#### Common stock

#### United States - USD

|                                                  |                 |        |  |           |           |           |      |
|--------------------------------------------------|-----------------|--------|--|-----------|-----------|-----------|------|
| PRECISION CASTPARTS CORP COM                     | CUSIP 740189105 |        |  |           |           |           |      |
| 115 000                                          | 167 43          | 0 00   |  | 19,254 45 | 19,534 21 | -279 76   | 0 00 |
| PRINCIPAL FINL GROUP INC COM STK CUSIP 74251V102 |                 |        |  |           |           |           |      |
| 1,075 000                                        | 27 66           | 0 00   |  | 29,734 50 | 30,484 93 | -750 43   | 0 00 |
| PROCTER & GAMBLE COM NPV CUSIP 742718109         |                 |        |  |           |           |           |      |
| 640 000                                          | 67 52           | 0 00   |  | 43,212 80 | 40,365 96 | 2,846 84  | 0 00 |
| QUALCOMM INC COM CUSIP 747525103                 |                 |        |  |           |           |           |      |
| 994 000                                          | 62 18           | 213 71 |  | 61,806 92 | 53,209 55 | 8,597 37  | 0 00 |
| SCHLUMBERGER LTD COM COM CUSIP 806857108         |                 |        |  |           |           |           |      |
| 364 000                                          | 77 61           | 101 47 |  | 28,250 04 | 33,010 72 | -4,760 68 | 0 00 |
| SPECTRA ENERGY CORP COM STK CUSIP 847560109      |                 |        |  |           |           |           |      |
| 1,845 000                                        | 31 38           | 463 40 |  | 51,620 10 | 39,783 42 | 11,836 68 | 0 00 |
| TRAVELERS COS INC COM STK CUSIP 89417E109        |                 |        |  |           |           |           |      |
| 370 000                                          | 57 97           | 0 00   |  | 21,448 90 | 19,856 30 | 1,592 60  | 0 00 |
| UNITED TECHNOLOGIES CORP COM CUSIP 913017109     |                 |        |  |           |           |           |      |
| 305 000                                          | 83 87           | 146 40 |  | 25,580 35 | 22,291 88 | 3,288 47  | 0 00 |
| UNITEDHEALTH GROUP INC COM CUSIP 91324P102       |                 |        |  |           |           |           |      |
| 835 000                                          | 55 75           | 0 00   |  | 46,551 25 | 28,753 01 | 17,798 24 | 0 00 |

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## ◆ Asset Detail - Base Currency

| Description / Asset ID<br>Investment Mgr ID<br>Shares/PAF value | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost | Market | Unrealized gain/loss |  | Total |
|-----------------------------------------------------------------|--------------------------------------|---------------------------|--------------|------|--------|----------------------|--|-------|
|                                                                 |                                      |                           |              |      |        | Translation          |  |       |

### Equity Securities

#### Common stock

##### United States - USD

US BANCORP CUSIP 902973304

|           |       |      |           |           |        |      |  |        |
|-----------|-------|------|-----------|-----------|--------|------|--|--------|
| 1,230,000 | 29.40 | 0.00 | 36,162.00 | 35,925.50 | 236.50 | 0.00 |  | 236.50 |
|-----------|-------|------|-----------|-----------|--------|------|--|--------|

V F CORP COM CUSIP 918204108

|         |        |      |           |           |           |      |  |           |
|---------|--------|------|-----------|-----------|-----------|------|--|-----------|
| 351,000 | 146.05 | 0.00 | 51,263.55 | 37,315.58 | 13,947.97 | 0.00 |  | 13,947.97 |
|---------|--------|------|-----------|-----------|-----------|------|--|-----------|

VERIZON COMMUNICATIONS COM CUSIP 92343V104

|         |       |      |           |           |        |      |  |        |
|---------|-------|------|-----------|-----------|--------|------|--|--------|
| 530,000 | 38.11 | 0.00 | 20,198.30 | 19,654.99 | 543.31 | 0.00 |  | 543.31 |
|---------|-------|------|-----------|-----------|--------|------|--|--------|

WAL-MART STORES INC COM CUSIP 931142103

|         |       |      |           |           |          |      |  |          |
|---------|-------|------|-----------|-----------|----------|------|--|----------|
| 365,000 | 59.08 | 0.00 | 21,564.20 | 20,498.56 | 1,065.64 | 0.00 |  | 1,065.64 |
|---------|-------|------|-----------|-----------|----------|------|--|----------|

WALT DISNEY CO CUSIP 254687106

|         |       |      |           |           |          |      |  |          |
|---------|-------|------|-----------|-----------|----------|------|--|----------|
| 655,000 | 41.99 | 0.00 | 27,503.45 | 21,366.35 | 6,137.10 | 0.00 |  | 6,137.10 |
|---------|-------|------|-----------|-----------|----------|------|--|----------|

WELLS FARGO & CO NEW COM STK CUSIP 949746101

|           |       |        |           |           |          |      |  |          |
|-----------|-------|--------|-----------|-----------|----------|------|--|----------|
| 1,405,000 | 31.29 | 169.80 | 43,962.45 | 34,690.24 | 9,272.21 | 0.00 |  | 9,272.21 |
|-----------|-------|--------|-----------|-----------|----------|------|--|----------|

WHOLE FOODS MKT INC COM CUSIP 966837106

|         |       |      |           |           |           |      |  |           |
|---------|-------|------|-----------|-----------|-----------|------|--|-----------|
| 570,000 | 80.74 | 0.00 | 46,021.80 | 26,082.48 | 19,939.32 | 0.00 |  | 19,939.32 |
|---------|-------|------|-----------|-----------|-----------|------|--|-----------|

|           |  |          |              |              |            |      |  |            |
|-----------|--|----------|--------------|--------------|------------|------|--|------------|
| Total USD |  | 4,117.82 | 2,023,112.86 | 1,601,895.47 | 421,217.39 | 0.00 |  | 421,217.39 |
|-----------|--|----------|--------------|--------------|------------|------|--|------------|

|                     |  |          |              |              |            |      |  |            |
|---------------------|--|----------|--------------|--------------|------------|------|--|------------|
| Total United States |  | 4,117.82 | 2,023,112.86 | 1,601,895.47 | 421,217.39 | 0.00 |  | 421,217.39 |
|---------------------|--|----------|--------------|--------------|------------|------|--|------------|

|                    |  |          |              |              |            |      |  |            |
|--------------------|--|----------|--------------|--------------|------------|------|--|------------|
| Total Common Stock |  | 4,491.82 | 2,049,231.66 | 1,625,886.79 | 423,344.87 | 0.00 |  | 423,344.87 |
| 233,168,000        |  |          |              |              |            |      |  |            |

#### Equity funds

Northern Trust

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## ◆ Asset Detail - Base Currency

| Description / Asset ID<br>Investment Mgr ID<br>Shares/PAR value | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost | Unrealized gain/loss |             | Total |
|-----------------------------------------------------------------|--------------------------------------|---------------------------|--------------|------|----------------------|-------------|-------|
|                                                                 |                                      |                           |              |      | Market               | Translation |       |

### Equity Securities

#### Equity funds

##### Emerging Markets Region - USD

MFB NORTHN FDS MULTI-MANAGER EMERGING MKTS EQTY FD CUSIP 665162483

|                               |       |      |            |            |            |      |            |
|-------------------------------|-------|------|------------|------------|------------|------|------------|
| 28,324 010                    | 18 96 | 0 00 | 537,023 23 | 389,200 66 | 147,822 57 | 0 00 | 147,822 57 |
| Total USD                     |       | 0 00 | 537,023 23 | 389,200 66 | 147,822 57 | 0 00 | 147,822 57 |
| Total Emerging Markets Region |       | 0 00 | 537,023 23 | 389,200 66 | 147,822 57 | 0 00 | 147,822 57 |

##### Global Region - USD

MFC FLEXSHARES TR MORNINGSTAR GLOBAL UPSTREAM NAT RES INDEX FD CUSIP 339391407

|                     |       |      |           |           |          |      |          |
|---------------------|-------|------|-----------|-----------|----------|------|----------|
| 1,676 000           | 36 76 | 0 00 | 61,609 76 | 52,700 69 | 8,909 07 | 0 00 | 8,909 07 |
| Total USD           |       | 0 00 | 61,609 76 | 52,700 69 | 8,909 07 | 0 00 | 8,909 07 |
| Total Global Region |       | 0 00 | 61,609 76 | 52,700 69 | 8,909 07 | 0 00 | 8,909 07 |

##### International Region - USD

MFB NORTHN MULTI-MANAGER INTL EQTY FD CUSIP 665162558

|                            |      |      |            |            |           |      |           |
|----------------------------|------|------|------------|------------|-----------|------|-----------|
| 98,696 200                 | 9 31 | 0 00 | 918,861 62 | 855,196 16 | 63,665 46 | 0 00 | 63,665 46 |
| Total USD                  |      | 0 00 | 918,861 62 | 855,196 16 | 63,665 46 | 0 00 | 63,665 46 |
| Total International Region |      | 0 00 | 918,861 62 | 855,196 16 | 63,665 46 | 0 00 | 63,665 46 |

##### United States - USD

MFB NORTHN FUNDS SMALL CAP CORE FUND CUSIP 665162665

|                                                     |       |      |            |            |           |      |           |
|-----------------------------------------------------|-------|------|------------|------------|-----------|------|-----------|
| 8,664 790                                           | 15 46 | 0 00 | 133,957 65 | 124,811 95 | 9,145 70  | 0 00 | 9,145 70  |
| MFB NORTHN MULTI-MANAGER MID CAP FD CUSIP 665162574 |       |      |            |            |           |      |           |
| 21,418 790                                          | 12 14 | 0 00 | 260,024 11 | 206,655 60 | 53,368 51 | 0 00 | 53,368 51 |

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## ◆ Asset Detail - Base Currency

| Description / Asset ID | Investment Mgr ID | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost | Market | Unrealized gain/loss<br>Translation | Total |
|------------------------|-------------------|--------------------------------------|---------------------------|--------------|------|--------|-------------------------------------|-------|
| Shares/PAR value       |                   |                                      |                           |              |      |        |                                     |       |

### Equity Securities

#### Equity funds

##### United States - USD

MFB NORTHN MULTI-MANAGER SMALL CAP FD CUSIP 665162566

|                     |      |      |      |              |              |            |      |            |
|---------------------|------|------|------|--------------|--------------|------------|------|------------|
| 12,271,820          | 9.60 | 0.00 | 0.00 | 117,809.47   | 105,972.06   | 11,837.41  | 0.00 | 11,837.41  |
| Total USD           |      |      | 0.00 | 511,791.23   | 437,439.61   | 74,351.62  | 0.00 | 74,351.62  |
| Total United States |      | 0.00 | 0.00 | 511,791.23   | 437,439.61   | 74,351.62  | 0.00 | 74,351.62  |
| Total Equity Funds  |      |      | 0.00 | 2,029,285.84 | 1,734,537.12 | 294,748.72 | 0.00 | 294,748.72 |
| 171,051.610         |      |      |      |              |              |            |      |            |

#### Other equity

##### United States - USD

SIMON PROPERTY GROUP INC COM CUSIP 828806109

|                         |        |      |          |              |              |            |      |            |
|-------------------------|--------|------|----------|--------------|--------------|------------|------|------------|
| 346,000                 | 135.48 | 0.00 | 0.00     | 46,876.08    | 32,760.76    | 14,115.32  | 0.00 | 14,115.32  |
| Total USD               |        |      | 0.00     | 46,876.08    | 32,760.76    | 14,115.32  | 0.00 | 14,115.32  |
| Total United States     |        | 0.00 | 0.00     | 46,876.08    | 32,760.76    | 14,115.32  | 0.00 | 14,115.32  |
| Total Other Equity      |        |      | 0.00     | 46,876.08    | 32,760.76    | 14,115.32  | 0.00 | 14,115.32  |
| 346,000                 |        |      |          |              |              |            |      |            |
| Total Equity Securities |        |      | 4,491.82 | 4,125,393.58 | 3,393,184.67 | 732,208.91 | 0.00 | 732,208.91 |
| 404,565.610             |        |      |          |              |              |            |      |            |

### Fixed Income Securities

#### Corporate/government

##### United States - USD

### Northern Trust

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## ◆ Asset Detail - Base Currency

| Description / Asset ID |                  | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost | Unrealized gain/loss |             | Total |
|------------------------|------------------|--------------------------------------|---------------------------|--------------|------|----------------------|-------------|-------|
| Investment Mgr ID      | Shares/PAR value |                                      |                           |              |      | Market               | Translation |       |

### Fixed Income Securities

#### Corporate/government

##### United States - USD

MFB NORTHERN FDS FIXED INCOME FD CUSIP 665162806

|                      |       |      |            |            |           |      |  |           |
|----------------------|-------|------|------------|------------|-----------|------|--|-----------|
| 94,162 800           | 10 56 | 0 00 | 994,359 16 | 957,871 77 | 36,487 39 | 0 00 |  | 36,487 39 |
| Issue Date 25 Aug 08 |       |      |            |            |           |      |  |           |

MFB NORTHERN FUNDS MULTI MANAGER HIGH YIELD OPPORTUNITY FUND CUSIP 665162442

|                            |       |      |              |              |           |      |  |           |
|----------------------------|-------|------|--------------|--------------|-----------|------|--|-----------|
| 65,492 990                 | 10 49 | 0 00 | 687 021 46   | 659,333 28   | 27,688 18 | 0 00 |  | 27,688 18 |
| Total USD                  |       | 0 00 | 1,681,380 62 | 1,617,205 05 | 64,175 57 | 0 00 |  | 64,175 57 |
| Total United States        |       | 0 00 | 1,681,380 62 | 1,617,205 05 | 64,175 57 | 0 00 |  | 64,175 57 |
| Total Corporate/Government |       | 0 00 | 1,681,380 62 | 1,617,205 05 | 64,175 57 | 0 00 |  | 64,175 57 |

#### Other bonds

##### United States - USD

MFC FLEXSHARES TR IBOXX 5 YR TARGET DURATION TIPS INDEX FD CUSIP 33939L605

|           |       |      |           |           |          |      |  |          |
|-----------|-------|------|-----------|-----------|----------|------|--|----------|
| 2,446 000 | 25 74 | 0 00 | 62,960 04 | 60,859 42 | 2,100 62 | 0 00 |  | 2,100 62 |
|-----------|-------|------|-----------|-----------|----------|------|--|----------|

MFC FLEXSHARES TR IBOXX 3 YR TARGET DURATION TIPS INDEX FD CUSIP 33939L506

|                     |       |      |            |            |          |      |  |          |
|---------------------|-------|------|------------|------------|----------|------|--|----------|
| 2,438 000           | 25 45 | 0 00 | 62,047 10  | 60,730 85  | 1,316 25 | 0 00 |  | 1,316 25 |
| Total USD           |       | 0 00 | 125,007 14 | 121,590 27 | 3,416 87 | 0 00 |  | 3,416 87 |
| Total United States |       | 0 00 | 125,007 14 | 121,590 27 | 3,416 87 | 0 00 |  | 3,416 87 |
| Total Other Bonds   |       | 0 00 | 125,007 14 | 121,590 27 | 3,416 87 | 0 00 |  | 3,416 87 |

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## ◆ Asset Detail - Base Currency

| Description / Asset ID        |                  | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost         | Market    | Unrealized gain/loss<br>Translation | Total     |
|-------------------------------|------------------|--------------------------------------|---------------------------|--------------|--------------|-----------|-------------------------------------|-----------|
| Investment Mgr ID             | Shares/PAR value |                                      |                           |              |              |           |                                     |           |
| Total Fixed Income Securities |                  |                                      | 0.00                      | 1,806,387.76 | 1,738,795.32 | 67,592.44 | 0.00                                | 67,592.44 |
| 164,539,790                   |                  |                                      |                           |              |              |           |                                     |           |

## Real Estate

### Real estate funds

#### Global Region - USD

MFB NORTH FDS MULTI-MANAGER GLOBAL REALESTATE FD CUSIP 665162475

|                         |       |      |      |            |            |           |      |           |
|-------------------------|-------|------|------|------------|------------|-----------|------|-----------|
| 11,264,270              | 17.12 | 0.00 | 0.00 | 192,844.30 | 124,345.08 | 68,499.22 | 0.00 | 68,499.22 |
| Total USD               |       |      | 0.00 | 192,844.30 | 124,345.08 | 68,499.22 | 0.00 | 68,499.22 |
| Total Global Region     |       |      | 0.00 | 192,844.30 | 124,345.08 | 68,499.22 | 0.00 | 68,499.22 |
| Total Real Estate Funds |       |      | 0.00 | 192,844.30 | 124,345.08 | 68,499.22 | 0.00 | 68,499.22 |
| 11,264,270              |       |      |      |            |            |           |      |           |
| Total Real Estate       |       |      | 0.00 | 192,844.30 | 124,345.08 | 68,499.22 | 0.00 | 68,499.22 |
| 11,264,270              |       |      |      |            |            |           |      |           |

## Commodities

### Commodities

#### Global Region - USD

MFC SPDR GOLD TR GOLD SHS CUSIP 78463V107

|                     |        |      |      |            |            |            |      |            |
|---------------------|--------|------|------|------------|------------|------------|------|------------|
| 2,022,000           | 164.29 | 0.00 | 0.00 | 332,194.38 | 229,554.08 | 102,640.30 | 0.00 | 102,640.30 |
| Total USD           |        |      | 0.00 | 332,194.38 | 229,554.08 | 102,640.30 | 0.00 | 102,640.30 |
| Total Global Region |        |      | 0.00 | 332,194.38 | 229,554.08 | 102,640.30 | 0.00 | 102,640.30 |
| United States - USD |        |      |      |            |            |            |      |            |

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## ◆ Asset Detail - Base Currency

| <u>Description / Asset ID</u> |                   | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost | Unrealized gain/loss |             | Total |
|-------------------------------|-------------------|--------------------------------------|---------------------------|--------------|------|----------------------|-------------|-------|
| Investment Mgr ID             | Shares/PAIR value |                                      |                           |              |      | Market               | Translation |       |

### Commodities

#### Commodities

##### United States - USD

MFO PIMCO FDS PAC INVT MGMT SER COMMODITY REALRETURN STRATEGY FD INSTL CUSIP 722005667

|                     |      |      |            |            |            |      |  |            |
|---------------------|------|------|------------|------------|------------|------|--|------------|
| 6,864,880           | 7.06 | 0.00 | 48,466.05  | 40,805.81  | 7,660.24   | 0.00 |  | 7,660.24   |
| Total USD           |      | 0.00 | 48,466.05  | 40,805.81  | 7,660.24   | 0.00 |  | 7,660.24   |
| Total United States |      | 0.00 | 48,466.05  | 40,805.81  | 7,660.24   | 0.00 |  | 7,660.24   |
| Total Commodities   |      | 0.00 | 380,660.43 | 270,359.89 | 110,300.54 | 0.00 |  | 110,300.54 |
| 8,886,880           |      | 0.00 | 380,660.43 | 270,359.89 | 110,300.54 | 0.00 |  | 110,300.54 |
| Total Commodities   |      | 0.00 | 380,660.43 | 270,359.89 | 110,300.54 | 0.00 |  | 110,300.54 |

### Cash and Short Term Investments

#### Short term

USD - United States dollar

|                                       |      |            |            |            |      |      |  |      |
|---------------------------------------|------|------------|------------|------------|------|------|--|------|
| 1.00                                  | 2.73 | 340,414.77 | 340,414.77 | 0.00       | 0.00 | 0.00 |  | 0.00 |
| Total short term - all currencies     | 2.73 | 340,414.77 | 340,414.77 | 340,414.77 | 0.00 | 0.00 |  | 0.00 |
| Total short term - all countries      | 2.73 | 340,414.77 | 340,414.77 | 340,414.77 | 0.00 | 0.00 |  | 0.00 |
| Total Short Term                      |      | 340,414.77 | 340,414.77 | 340,414.77 | 0.00 | 0.00 |  | 0.00 |
| 340,414.770                           | 2.73 | 340,414.77 | 340,414.77 | 340,414.77 | 0.00 | 0.00 |  | 0.00 |
| Total Cash and Short Term Investments | 2.73 | 340,414.77 | 340,414.77 | 340,414.77 | 0.00 | 0.00 |  | 0.00 |
| 340,414.770                           | 2.73 | 340,414.77 | 340,414.77 | 340,414.77 | 0.00 | 0.00 |  | 0.00 |

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# Reporting

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Account number Multiple Accounts

23-16420,23-90231

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## ◆ Asset Detail - Base Currency

| Description / Asset ID |                  | Exchange rate/<br>local market price | Accrued<br>income/expense | Market Value | Cost | Unrealized gain/loss |             |
|------------------------|------------------|--------------------------------------|---------------------------|--------------|------|----------------------|-------------|
| Investment Mgr ID      | Shares/PAR value |                                      |                           |              |      | Market               | Translation |
|                        |                  |                                      |                           |              |      |                      | Total       |

### Adjustments To Cash

#### Pending trade sales

USD - United States dollar

|                                            |  |          |  |              |              |            |            |
|--------------------------------------------|--|----------|--|--------------|--------------|------------|------------|
| 1.00                                       |  | 0.00     |  | 17,551.15    | 17,551.15    | 0.00       | 0.00       |
| Total pending trade sales - all currencies |  |          |  |              |              |            |            |
|                                            |  | 0.00     |  | 17,551.15    | 17,551.15    | 0.00       | 0.00       |
| Total pending trade sales - all countries  |  |          |  |              |              |            |            |
|                                            |  | 0.00     |  | 17,551.15    | 17,551.15    | 0.00       | 0.00       |
| Total Pending trade sales                  |  |          |  |              |              |            |            |
| 0.000                                      |  | 0.00     |  | 17,551.15    | 17,551.15    | 0.00       | 0.00       |
| Total Adjustments To Cash                  |  |          |  |              |              |            |            |
| 0.000                                      |  | 0.00     |  | 17,551.15    | 17,551.15    | 0.00       | 0.00       |
| Total                                      |  |          |  |              |              |            |            |
| 929,671.320                                |  | 4,494.55 |  | 6,863,251.99 | 5,884,650.88 | 978,601.11 | 978,601.11 |

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