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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

4/1/2011

, and ending

3/31/2012

Name of foundation

SHERMER CHARITABLE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

P O Box 1501, NJ2-130-03-31

City or town, state, and ZIP code

PENNINGTON

NJ

08534-1501

G Check all that apply

☐

Initial return

☐

Initial return of a former public charity

☐

Final return

☐

Amended return

☐

Address change

☐

Name change

H Check type of organization

☒

Section 501(c)(3) exempt private foundation

☐

Section 4947(a)(1) nonexempt charitable trust

☐

Other taxable private foundation

I Fair market value of all assets at end
of year (from Part II, col (c),
line 16) ▶ \$ 386,093

J Accounting method

☒

Cash

☐

Accrual

☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	12,036	11,207		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	18,507			
b Gross sales price for all assets on line 6a	151,391			
7 Capital gain net income (from Part IV, line 2)		18,507		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	0	0	0	
12 Total. Add lines 1 through 11	30,543	29,714	0	
13 Compensation of officers, directors, trustees, etc	12,292	3,186		9,106
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	0	0	0	0
c Other professional fees (attach schedule)	0	0	0	0
17 Interest				
18 Taxes (attach schedule) (see instructions)	348	70	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	0	0	0	0
24 Total operating and administrative expenses.				
Add lines 13 through 23	12,640	3,256	0	9,106
25 Contributions, gifts, grants paid	41,099			41,099
26 Total expenses and disbursements. Add lines 24 and 25	53,739	3,256	0	50,205
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-23,196			
b Net investment income (if negative, enter -0-)		26,458		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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(HTA)

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Form 990-PF (2011) SHERMER CHARITABLE FOUNDATION

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing		163	46	46
	2	Savings and temporary cash investments		14,089	15,177	15,177
	3	Accounts receivable ▶	0			
		Less allowance for doubtful accounts ▶	0	0	0	0
	4	Pledges receivable ▶	0			
		Less allowance for doubtful accounts ▶	0	0	0	0
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0	
	7	Other notes and loans receivable (attach schedule) ▶	0			
		Less allowance for doubtful accounts ▶	0	0	0	0
	8	Inventories for sale or use	0	0		
	9	Prepaid expenses and deferred charges		0		
	10 a	Investments—U S and state government obligations (attach schedule)	121,374	105,856	110,684	
	b	Investments—corporate stock (attach schedule)	146,934	144,268	177,454	
	c	Investments—corporate bonds (attach schedule)	81,561	75,622	82,732	
	Liabilities	11	Investments—land, buildings, and equipment basis ▶	0		
		Less accumulated depreciation (attach schedule) ▶	0	0	0	0
12		Investments—mortgage loans				
13		Investments—other (attach schedule)	0	0	0	
14		Land, buildings, and equipment basis ▶	0			
		Less accumulated depreciation (attach schedule) ▶	0	0	0	0
15		Other assets (describe ▶)	0	0	0	
16		Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	364,121	340,969	386,093	
17		Accounts payable and accrued expenses	0	0		
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue	0	0		
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0		
	21	Mortgages and other notes payable (attach schedule)	0	0		
	22	Other liabilities (describe ▶)	0	0		
	23	Total liabilities (add lines 17 through 22)	0	0		
Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒					
	27	Capital stock, trust principal, or current funds	364,121	340,969		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)	364,121	340,969		
31	Total liabilities and net assets/fund balances (see instructions)	364,121	340,969			

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	364,121
2	Enter amount from Part I, line 27a	2	-23,196
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	477
4	Add lines 1, 2, and 3	4	341,402
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	433
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	340,969

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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 P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	18,507
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	53,489	414,830	0.128942
2009	56,705	436,335	0.129957
2008	56,999	497,263	0.114625
2007	65,512	613,547	0.106776
2006	71,000	650,043	0.109224

2 Total of line 1, column (d)	2	0.589524
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.117905
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	398,451
5 Multiply line 4 by line 3	5	46,979
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	265
7 Add lines 5 and 6	7	47,244
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	50,205

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)	1	265
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3 Add lines 1 and 2	3	265
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	265
6 Credits/Payments		
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	229
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	0
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	229
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	36
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ 0 Refunded ☐	11	0

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► MLTC, A DIVISION OF BANK OF AMERICA, N A Telephone no ► 609-274-6834 Located at ► 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ► 08534-1501			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

N/A

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

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

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870☐ Yes ☒ No**7b**

N/A

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**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
LINDA BETH VITALE 2076 SKYLARK COURT LONGMONT CO 805C	CO-TRUSTEE 2 00	4,328	0	0
MERRILL LYNCH TRUST CO P O BOX 1501 PENNINGTON NJ 08534-1501	CO-TRUSTEE 2 00	7,964	0	0
	00	0	0	0
	00	0	0	0

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments. See instructions	
3 NONE	0
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	387,596
b	Average of monthly cash balances	1b	16,923
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	404,519
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	404,519
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	6,068
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	398,451
6	Minimum investment return. Enter 5% of line 5	6	19,923

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6		1	19,923
2a	Tax on investment income for 2011 from Part VI, line 5	2a	265	
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	0	
c	Add lines 2a and 2b	2c	265	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	19,658	
4	Recoveries of amounts treated as qualifying distributions	4		
5	Add lines 3 and 4	5	19,658	
6	Deduction from distributable amount (see instructions)	6		
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	19,658	

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	50,205
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	50,205
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	265
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	49,940

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				19,658
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006	39,164			
b From 2007	35,444			
c From 2008	32,334			
d From 2009	35,068			
e From 2010	33,205			
f Total of lines 3a through e	175,215			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 50,205				
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)	0			
d Applied to 2011 distributable amount				19,658
e Remaining amount distributed out of corpus	30,547			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	205,762			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	39,164			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	166,598			
10 Analysis of line 9				
a Excess from 2007	35,444			
b Excess from 2008	32,334			
c Excess from 2009	35,068			
d Excess from 2010	33,205			
e Excess from 2011	30,547			

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Statement				
Total			▶ 3a	41,099
b Approved for future payment NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1	Program service revenue					
a	_____		0		0	0
b	_____		0		0	0
c	_____		0		0	0
d	_____		0		0	0
e	_____		0		0	0
f	_____		0		0	0
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	12,036	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	18,507	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____		0		0	0
b	_____		0		0	0
c	_____		0		0	0
d	_____		0		0	0
e	_____		0		0	0
12	Subtotal. Add columns (b), (d), and (e)		0		30,543	0
13	Total. Add line 12, columns (b), (d), and (e)				13	30,543

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

[illegible]

SHERMER CHARITABLE FOUNDATION

74-6515281 Page 1 of 1

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

Name

FL SHERIFFS YOUTH RANCHS, INC

Street

City	State	Zip Code	Foreign Country
BOYS RANCH	FL	32060	
Relationship	Foundation Status		
NONE	501(c)(3)		
Purpose of grant/contribution			Amount
GENERAL OPERATING			8,220

Name

SALVATION ARMY, INC

Street

City	State	Zip Code	Foreign Country
ALEXANDRIA	VA	22313	
Relationship	Foundation Status		
NONE	501(c)(3)		
Purpose of grant/contribution			Amount
GENERAL OPERATING			4,110

Name

EVERYBODY'S TABERNACLE, INC

Street

City	State	Zip Code	Foreign Country
CLEARWATER	FL	33755	
Relationship	Foundation Status		
NONE	501(c)(3)		
Purpose of grant/contribution			Amount
GENERAL OPERATING			8,220

Name

HOSPICE OF FL SUNCOAST, INC

Street

City	State	Zip Code	Foreign Country
CLEARWATER	FL	33764	
Relationship	Foundation Status		
NONE	501(c)(3)		
Purpose of grant/contribution			Amount
GENERAL OPERATING			12,329

Name

MORTON PLANET MEASE HCFDN, INC

Street

City	State	Zip Code	Foreign Country
CLEARWATER	FL	33756	
Relationship	Foundation Status		
NONE	501(c)(3)		
Purpose of grant/contribution			Amount
GENERAL OPERATING			8,220

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount
			0

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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Totals			Cost, Other Basis and Expenses		Net Gain or Loss		
								Gross Sales		Cost or Other Basis	Valuation Method			Expense of Sale and Cost of Improvements	Depreciation
								Gross Sales Price							
		Long Term CG Distributions	0					151,391		132,884		18,507			
		Short Term CG Distributions	0					0		0		0			
1	X	ACTIVISION BLIZZARD INC	00507V109			11/14/2011		2/13/2012	257	272		-15			
2	X	ACTIVISION BLIZZARD INC	00507V109			8/15/2011		2/13/2012	196	176		20			
3	X	ACTIVISION BLIZZARD INC	00507V109			11/15/2011		2/13/2012	281	284		-3			
4	X	ACTIVISION BLIZZARD INC	00507V109			8/15/2011		2/14/2012	160	161		-1			
5	X	ACTIVISION BLIZZARD INC	00507V109			8/15/2011		2/14/2012	111	99		12			
6	X	ACTIVISION BLIZZARD INC	00507V109			11/14/2011		2/14/2012	136	142		-6			
7	X	ACTIVISION BLIZZARD INC	00507V109			11/14/2011		1/20/2012	315	337		-22			
8	X	AETNA INC NEW	00817Y108			11/29/2004		1/20/2012	306	207		81			
9	X	ALTERA CORP COM	021441100			11/8/2010		1/3/2012	758	677		81			
10	X	ALTERA CORP COM	021441100			11/8/2010		1/4/2012	335	305		30			
11	X	ALTERA CORP COM	021441100			11/8/2010		1/20/2012	242	203		39			
12	X	AMERICAN INTERNATIONAL	026874784			3/21/2011		8/15/2011	650	989		-339			
13	X	AMERICAN INTERNATIONAL	026874784			3/22/2011		8/15/2011	842	1,297		-455			
14	X	AMERIPRISE FINL INC	03076C106			11/2/2011		1/20/2012	163	184		-21			
15	X	AMGEN INC COM PV \$0.0001	031162100			11/3/2008		1/20/2012	486	429		57			
16	X	ANALOG DEVICES INC COM	032654105			1/18/2011		1/20/2012	198	198		0			
17	X	CA INC	12673P105			9/19/2007		5/9/2011	97	103		-6			
18	X	CA INC	12673P105			10/29/2007		5/9/2011	218	235		-17			
19	X	CA INC	12673P105			10/30/2007		5/9/2011	48	52		-4			
20	X	CA INC	12673P105			10/29/2007		5/10/2011	344	365		-21			
21	X	CA INC	12673P105			10/30/2007		5/10/2011	74	78		-4			
22	X	CA INC	12673P105			9/19/2007		5/10/2011	148	154		-6			
23	X	CA INC	12673P105			9/19/2007		5/11/2011	146	154		-8			
24	X	CA INC	12673P105			10/29/2007		5/11/2011	342	365		-23			
25	X	CA INC	12673P105			10/30/2007		5/11/2011	73	78		-5			
26	X	CA INC	12673P105			10/29/2007		5/12/2011	149	157		-8			
27	X	CA INC	12673P105			10/30/2007		5/12/2011	25	26		-1			
28	X	CA INC	12673P105			9/19/2007		5/12/2011	50	51		-1			
29	X	CA INC	12673P105			9/19/2007		1/20/2012	135	154		-19			
30	X	CAPITAL ONE FINL	14040H105			4/6/2010		1/30/2012	402	389		13			
31	X	CAPITAL ONE FINL	14040H105			3/29/2010		1/30/2012	89	85		4			
32	X	CAPITAL ONE FINL	14040H105			4/5/2010		1/30/2012	402	385		17			
33	X	CAPITAL ONE FINL	14040H105			3/29/2010		1/31/2012	409	385		24			
34	X	CAPITAL ONE FINL	14040H105			3/29/2010		1/31/2012	91	85		6			
35	X	AT&T INC	00208R102			11/17/2008		1/20/2012	152	135		17			
36	X	AT&T INC	00208RAJ1			2/20/2008		1/20/2012	1,178	984		194			
37	X	CAPITAL ONE FINL	14040H105			4/6/2010		1/31/2012	409	389		20			
38	X	CARDINAL HEALTH INC OHIO	14149Y108			4/6/2010		1/20/2012	86	72		14			
39	X	CARDINAL HEALTH INC OHIO	14149Y108			4/6/2010		1/20/2012	171	145		26			
40	X	CENTURYLINK INC SHS	156700106			3/23/2009		4/4/2011	524	288		236			
41	X	CENTURYLINK INC SHS	156700106			3/23/2009		4/5/2011	522	288		234			
42	X	CENTURYLINK INC SHS	156700106			3/23/2009		4/6/2011	324	177		147			
43	X	CENTURYLINK INC SHS	156700106			3/23/2009		7/11/2011	1,186	664		522			
44	X	CENTURYLINK INC SHS	156700106			2/28/2011		7/11/2011	909	944		-35			
45	X	CHEVRON CORP	166764100			2/5/2007		1/20/2012	320	222		98			
46	X	CHUBB CORP	17123Z101			1/12/2009		1/20/2012	282	181		101			
47	X	CISCO SYSTEMS INC	1727SRAE2			2/24/2009		1/20/2012	1,161	982		179			
48	X	CITIGROUP INC COM NEW	172967424			6/28/2010		5/16/2011	1,035	1,015		20			
49	X	CITIGROUP INC COM NEW	172967424			7/26/2010		5/16/2011	331	333		-2			
50	X	CITIGROUP INC COM NEW	172967424			6/28/2010		5/17/2011	455	446		9			
51	X	CITIGROUP INC COM NEW	172967424			7/26/2010		5/17/2011	124	125		-1			

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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals			Net Gain or Loss	
									Gross Sales		Cost, Other Basis and Expenses		
									Gross Sales Price	Cost or Other Basis	Valuation Method		Expense of Sale and Cost of Improvements
52	X	CITIGROUP INC COM NEW	172967424			6/28/2010		5/23/2011	1,451	1,461		-10	
53	X	CITIGROUP INC COM NEW	172967424			6/28/2010		5/24/2011	280	284		-4	
54	X	CITIGROUP INC COM NEW	172967424			7/26/2010		5/24/2011	40	42		-2	
55	X	CITIGROUP INC	172967FT3			11/17/2011		1/20/2012	960	957		3	
56	X	CITIGROUP FUNDING INC	17313YAJO			8/6/2009		8/25/2011	8,197	8,004		193	
57	X	CLIFFS NATURAL RESOURCE	18683K101			7/11/2011		9/6/2011	74	95		-21	
58	X	CLIFFS NATURAL RESOURCE	18683K101			7/8/2011		9/6/2011	149	192		-43	
59	X	CLIFFS NATURAL RESOURCE	18683K101			7/6/2011		9/6/2011	74	94		-20	
60	X	CLIFFS NATURAL RESOURCE	18683K101			7/7/2011		9/6/2011	149	194		-45	
61	X	CLIFFS NATURAL RESOURCE	18683K101			7/5/2011		9/6/2011	149	189		-40	
62	X	CLIFFS NATURAL RESOURCE	18683K101			5/31/2011		1/20/2012	216	271		-55	
63	X	CLIFFS NATURAL RESOURCE	18683K101			7/6/2011		1/20/2012	144	189		-45	
64	X	COMPUTER SCIENCE CRP	205363104			3/3/2009		6/13/2011	339	309		30	
65	X	COMPUTER SCIENCE CRP	205363104			3/9/2009		6/13/2011	38	32		6	
66	X	COMPUTER SCIENCE CRP	205363104			3/9/2009		6/14/2011	385	324		61	
67	X	COMPUTER SCIENCE CRP	205363104			3/9/2009		6/15/2011	534	453		81	
68	X	COMPUTER SCIENCE CRP	205363104			3/9/2009		6/16/2011	193	162		31	
69	X	CONAGRA FOODS INC	205887102			6/24/2009		1/20/2012	216	161		55	
70	X	CONOCOPHILLIPS	20825C104			6/3/2008		1/20/2012	213	278		-65	
71	X	CREDIT SUISSE FB USA INC	22541LAR4			11/1/2007		1/20/2012	1,055	969		86	
72	X	DARDEN RESTAURANTS INC	237194105			6/15/2009		5/9/2011	386	270		116	
73	X	DARDEN RESTAURANTS INC	237194105			6/15/2009		5/10/2011	729	505		224	
74	X	DARDEN RESTAURANTS INC	237194105			6/15/2009		5/11/2011	683	472		211	
75	X	DELL INC	24702R101			2/28/2011		1/20/2012	366	347		19	
76	X	DISCOVER FINL SVCS	254709108			5/17/2011		1/20/2012	244	227		17	
77	X	DISCOVER FINL SVCS	254709108			5/16/2011		3/26/2012	641	477		164	
78	X	DISCOVER FINL SVCS	254709108			5/17/2011		3/26/2012	472	353		119	
79	X	DISH NETWORK CORPORATION	25470M109			7/20/2011		1/20/2012	206	223		-17	
80	X	DOVER CORP	260003108			5/12/2008		1/20/2012	179	158		21	
81	X	DR PEPPER SNAPPLE GROUP	26138E109			7/26/2010		1/20/2012	149	161		-12	
82	X	EATON CORP	278058102			2/8/2010		8/8/2011	911	722		189	
83	X	EATON CORP	278058102			2/8/2010		8/9/2011	196	157		39	
84	X	EATON CORP	278058102			2/9/2010		8/9/2011	628	510		118	
85	X	EXXON MOBIL CORP COM	30231G102			4/24/2009		1/20/2012	260	200		60	
86	X	FEDERAL HOME LN MTG CO	3134AAUK8			7/8/2008		1/20/2012	2,163	2,023		140	
87	X	FEDERAL NATL MTG ASSOC	31398ADM1			6/26/2007		9/8/2011	1,217	988		229	
88	X	FEDERAL NATL MTG ASSOC	31398ADM1			6/26/2007		1/20/2012	1,207	988		219	
89	X	FEDERAL NATL MTG ASSOC	31398AUJ9			1/27/2009		9/8/2011	1,056	1,010		46	
90	X	FEDERAL NATL MTG ASSOC	31398AUJ9			1/27/2009		1/23/2012	1,047	1,009		38	
91	X	FOREST LABS INC	345838106			8/26/2008		1/20/2012	224	262		-38	
92	X	FREERT-MCMRAN CPR & GL	35671D857			4/26/2010		1/20/2012	173	162		11	
93	X	GENERAL ELEC CAP CORP	36962G4H4			1/11/2010		1/20/2012	1,018	1,000		18	
94	X	GOLDMAN SACHS GROUP INC	38141GEE0			4/24/2006		1/20/2012	1,038	960		78	
95	X	HERSHEY COMPANY	427866108			10/13/2010		11/28/2011	613	558		55	
96	X	HERSHEY COMPANY	427866108			10/13/2010		1/20/2012	306	254		52	
97	X	HONEYWELL INTL INC DEL	438516106			6/26/2007		1/20/2012	171	169		2	
98	X	HUNTINGTON INGALLS INDS	446413106			8/3/2009		4/4/2011	161	106		55	
99	X	HUNTINGTON INGALLS INDS	446413106			8/5/2009		4/4/2011	40	27		13	
100	X	IBM CORP	4592008A8			11/17/2005		1/20/2012	1,037	992		45	
101	X	INTL PAPER CO	460146103			3/3/2010		1/20/2012	320	254		66	
102	X	INTL PAPER CO	460146103			3/2/2010		1/20/2012	32	25		7	

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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Net Gain or Loss
									Gross Sales		Cost, Other Basis and Expenses		
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	
103	X	INTL PAPER CO	460146103			9/7/2007		1/20/2012	417	456		-39	
104	X	JPMORGAN CHASE & CO	46625HBV1			2/8/2005		9/8/2011	1,070	1,011		59	
105	X	JPMORGAN CHASE & CO	46625HBV1			2/8/2005		1/20/2012	1,062	1,010		52	
106	X	JOHNSON AND JOHNSON CO	478160104			9/8/2004		1/20/2012	326	292		34	
107	X	JOHNSON AND JOHNSON CO	478160104			9/8/2004		2/6/2012	2,415	2,158		257	
108	X	KROGER CO	501044101			12/13/2006		1/20/2012	214	216		-2	
109	X	L-3 COMMCTNS HLDGS	502424104			10/9/2007		1/20/2012	211	321		-110	
110	X	LIMITED BRANDS INC	532716107			6/2/2010		10/3/2011	342	230		112	
111	X	LIMITED BRANDS INC	532716107			6/2/2010		1/20/2012	659	410		249	
112	X	LOCKHEED MARTIN CORP	539830109			11/23/2005		1/20/2012	166	121		45	
113	X	LORILLARD INC	544147101			10/10/2011		1/20/2012	330	356		-26	
114	X	MARATHON OIL CORP	565849106			7/6/2009		1/20/2012	794	423		371	
115	X	MARATHON PETROLEUM CO	56585A102			7/6/2009		7/6/2011	293	160		133	
116	X	MARATHON PETROLEUM CO	56585A102			7/6/2009		7/7/2011	294	160		134	
117	X	MARATHON PETROLEUM CO	56585A102			7/6/2009		7/8/2011	249	137		112	
118	X	MARATHON PETROLEUM CO	56585A102			7/6/2009		7/11/2011	120	69		51	
119	X	MCKESSON CORPORATION	58155Q103			3/9/2009		1/20/2012	228	117		111	
120	X	MICROSOFT CORP	594918104			11/16/2009		1/20/2012	147	149		-2	
121	X	MOTOROLA SOLUTIONS INC	620076307			9/13/2010		10/10/2011	89	67		22	
122	X	MOTOROLA SOLUTIONS INC	620076307			9/14/2010		10/10/2011	222	188		54	
123	X	MOTOROLA SOLUTIONS INC	620076307			9/14/2010		10/11/2011	44	34		10	
124	X	MOTOROLA SOLUTIONS INC	620076307			9/13/2010		10/11/2011	44	33		11	
125	X	MOTOROLA SOLUTIONS INC	620076307			9/13/2010		1/20/2012	619	434		185	
126	X	MOTOROLA SOLUTIONS INC	620076307			1/31/2011		3/12/2012	352	271		81	
127	X	MOTOROLA SOLUTIONS INC	620076307			9/13/2010		3/12/2012	50	33		17	
128	X	MOTOROLA SOLUTIONS INC	620076307			2/1/2011		3/12/2012	352	274		78	
129	X	MOTOROLA SOLUTIONS INC	620076307			1/31/2011		3/13/2012	404	309		95	
130	X	MOTOROLA SOLUTIONS INC	620076307			2/1/2011		3/13/2012	353	274		79	
131	X	MOTOROLA SOLUTIONS INC	620076307			9/13/2010		3/13/2012	50	33		17	
132	X	MOTOROLA SOLUTIONS INC	620076307			1/31/2011		3/14/2012	101	77		24	
133	X	MOTOROLA SOLUTIONS INC	620076307			2/1/2011		3/14/2012	101	78		23	
134	X	MURPHY OIL CORP	626717102			3/14/2011		1/20/2012	121	140		-19	
135	X	NRG ENERGY INC	629377508			12/27/2007		1/20/2012	129	347		-218	
136	X	NEWS CORP CL A	65248E104			8/31/2010		1/20/2012	173	113		60	
137	X	NORTHROP GRUMMAN CORP	666807102			8/5/2009		1/20/2012	246	169		77	
138	X	OCCIDENTAL PETE CORP CA	674599105			10/17/2005		10/17/2011	2,834	1,277		1,557	
139	X	PEPSICO INC	713448BH0			11/21/2008		1/20/2012	1,177	954		223	
140	X	PHILIP MORRIS INTL INC	718172109			1/3/2012		1/20/2012	370	397		-27	
141	X	PHILIP MORRIS INTL INC	718172109			1/3/2012		1/20/2012	222	238		-16	
142	X	PRUDENTIAL FINANCIAL INC	744320102			5/24/2010		1/20/2012	172	167		5	
143	X	RAYTHEON CO DELAWARE N	755111507			5/31/2006		8/22/2011	120	137		-17	
144	X	RAYTHEON CO DELAWARE N	755111507			5/3/2006		8/22/2011	522	600		-78	
145	X	RAYTHEON CO DELAWARE N	755111507			5/30/2006		1/20/2012	249	227		22	
146	X	MICROSOFT CORP	594918104			1/11/2010		1/20/2012	293	305		-12	
147	X	MICROSOFT CORP	594918104			11/17/2009		1/20/2012	293	300		-7	
148	X	RAYTHEON CO DELAWARE N	755111507			5/31/2006		1/20/2012	149	137		12	
149	X	ROSS STORES INC COM	778296103			10/21/2008		6/13/2011	382	151		231	
150	X	ROSS STORES INC COM	778296103			10/20/2008		6/13/2011	153	59		94	
151	X	ROSS STORES INC COM	778296103			10/20/2008		6/14/2011	77	30		47	
152	X	ROSS STORES INC COM	778296103			10/21/2008		6/14/2011	384	151		233	
153	X	ROSS STORES INC COM	778296103			10/21/2008		6/15/2011	531	211		320	
Long Term CG Distributions									Gross Sales		Cost, Other Basis and Expenses	Net Gain or Loss	
Short Term CG Distributions									151,391	132,884		18,507	
Amount									0	0		0	

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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Net Gain or Loss
									Gross Sales		Cost, Other Basis and Expenses		
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	
154	X	ROSS STORES INC COM	778296103			10/20/2008		6/15/2011	152	59		93	
155	X	ROSS STORES INC COM	778296103			10/21/2008		6/16/2011	225	90		135	
156	X	ROSS STORES INC COM	778296103			10/20/2008		6/16/2011	75	30		45	
157	X	ROSS STORES INC COM	778296103			10/20/2008		1/20/2012	204	59		145	
158	X	SAFEWAY INC NEW	786514208			1/10/2006		1/20/2012	152	172		-20	
159	X	SANDISK CORP INC	80004C101			8/10/2010		8/15/2011	724	865		-141	
160	X	SANDISK CORP INC	80004C101			8/16/2010		8/15/2011	915	1,020		-105	
161	X	SARA LEE CORP COM	803111103			6/22/2010		1/20/2012	230	180		50	
162	X	SARA LEE CORP COM	803111103			6/21/2010		3/12/2012	893	625		268	
163	X	SARA LEE CORP COM	803111103			6/22/2010		3/12/2012	106	75		31	
164	X	SARA LEE CORP COM	803111103			6/22/2010		3/13/2012	1,184	827		357	
165	X	SARA LEE CORP COM	803111103			6/23/2010		3/13/2012	43	30		13	
166	X	SARA LEE CORP COM	803111103			6/23/2010		3/14/2012	192	134		58	
167	X	SHELL INTERNATIONAL FIN	822582AJ1			9/17/2009		1/24/2012	1,144	995		149	
168	X	SYMANTEC CORP COM	871503108			11/2/2010		1/20/2012	183	185		-2	
169	X	SYMANTEC CORP COM	871503108			11/1/2010		1/20/2012	67	66		1	
170	X	TJX COS INC NEW	872540109			12/14/2009		5/31/2011	476	342		134	
171	X	TJX COS INC NEW	872540109			12/21/2009		5/31/2011	1,058	746		312	
172	X	TJX COS INC NEW	872540109			12/21/2009		6/1/2011	575	410		165	
173	X	TARGET CORP COM	87612E106			4/5/2010		8/1/2011	356	377		-21	
174	X	TARGET CORP COM	87612E106			4/6/2010		8/1/2011	458	485		-27	
175	X	TARGET CORP COM	87612E106			4/6/2010		8/2/2011	50	54		-4	
176	X	TARGET CORP COM	87612E106			4/5/2010		8/2/2011	50	54		-4	
177	X	TARGET CORP COM	87612E106			4/5/2010		1/20/2012	151	161		-10	
178	X	TEXAS INSTRUMENTS	882508104			2/28/2011		10/10/2011	536	641		-105	
179	X	TEXAS INSTRUMENTS	882508104			2/28/2011		10/11/2011	89	107		-18	
180	X	TEXAS INSTRUMENTS	882508104			10/6/2009		11/15/2011	939	695		244	
181	X	TEXAS INSTRUMENTS	882508104			10/5/2009		11/15/2011	1,284	936		348	
182	X	TEXAS INSTRUMENTS	882508104			10/6/2009		11/15/2011	251	185		66	
183	X	TRAVELERS COS INC	89417E109			8/12/2009		11/15/2011	115	94		21	
184	X	TRAVELERS COS INC	89417E109			1/5/2009		11/15/2011	230	178		52	
185	X	TRAVELERS COS INC	89417E109			8/12/2009		11/15/2011	115	94		21	
186	X	TRAVELERS COS INC	89417E109			1/5/2009		11/15/2011	404	312		92	
187	X	TRAVELERS COS INC	89417E109			2/3/2009		1/20/2012	306	223		83	
188	X	U S TRSY INFLATION BOND	912810FS2			2/16/2011		11/21/2011	6,956	5,388		1,568	
189	X	U S TRSY INFLATION BOND	912810FS2			2/16/2011		11/21/2011	1,391	1,163		228	
190	X	U S TREASURY BOND	912810FT0			6/24/2009		9/8/2011	1,225	1,013		212	
191	X	U S TREASURY BOND	912810FT0			6/24/2009		1/20/2012	1,271	1,013		258	
192	X	U S TREASURY BOND	912810QA9			2/24/2009		9/8/2011	1,033	1,012		21	
193	X	U S TREASURY BOND	912810QA9			2/24/2009		1/20/2012	1,088	1,012		76	
194	X	U S TREASURY BOND	912810QA9			2/24/2009		2/24/2012	5,419	5,061		358	
195	X	U S TREASURY BOND	912810QA9			3/10/2009		2/24/2012	1,084	1,005		79	
196	X	U S TREASURY BOND	912810QD3			6/11/2010		9/8/2011	1,197	1,033		164	
197	X	U S TREASURY BOND	912810QD3			6/11/2010		2/27/2012	3,791	3,100		691	
198	X	U S TREASURY BOND	912810QD3			2/16/2011		2/27/2012	1,264	951		313	
199	X	U S TREASURY NOTE	9128277B2			5/9/2007		5/27/2011	4,041	4,004		37	
200	X	U S TREASURY NOTE	9128277B2			9/30/2009		5/27/2011	1,010	1,008		2	
201	X	U S TREASURY NOTE	9128277B2			9/30/2009		8/15/2011	3,000	3,000		0	
202	X	U S TREASURY NOTE	9128277B2			2/16/2011		8/15/2011	1,000	1,000		0	
203	X	U S TREASURY NOTE	912828LK4			9/17/2009		9/8/2011	1,060	998		62	
204	X	U S TREASURY NOTE	912828LK4			9/17/2009		11/18/2011	4,219	3,993		226	

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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Net Gain or Loss
									Gross Sales	Cost, Other Basis and Expenses	Valuation Method	Expense of Sale and Cost of Improve-ments	
Long Term CG Distributions									151,391	132,884		18,507	
Short Term CG Distributions									0	0		0	
Amount									0	0		0	
205	X	U S TREASURY NOTE	912828LK4			9/17/2009		1/20/2012	1,053	998		55	
206	X	U S TREASURY NOTE	912828LK4			9/17/2009		2/27/2012	3,150	2,994		156	
207	X	U S TREASURY NOTE	912828MP2			3/16/2010		1/20/2012	1,151	996		155	
208	X	U S TREASURY NOTE	912828MP2			3/16/2010		2/27/2012	5,796	4,979		817	
209	X	U S TREASURY NOTE	912828MP2			2/16/2011		2/27/2012	1,159	1,012		147	
210	X	U S TREASURY NOTE	912828ND8			6/11/2010		9/8/2011	1,142	1,019		123	
211	X	U S TREASURY NOTE	912828ND8			6/11/2010		1/20/2012	1,141	1,018		123	
212	X	U S TREASURY NOTE	912828NT3			10/28/2010		9/8/2011	1,066	995		71	
213	X	U S TREASURY NOTE	912828NZ9			10/28/2010		9/8/2011	1,026	1,001		25	
214	X	U S TREASURY NOTE	912828NZ9			10/28/2010		1/20/2012	1,026	1,001		25	
215	X	U S TREASURY NOTE	912828QF0			5/27/2011		9/8/2011	1,056	1,014		42	
216	X	U S TREASURY NOTE	912828RM4			11/17/2011		1/20/2012	1,009	1,006		3	
217	X	UNITEDHEALTH GROUP INC	91324P102			12/13/2010		1/20/2012	207	149		58	
218	X	UNUM GROUP	91529Y106			10/21/2008		1/20/2012	205	162		43	
219	X	VALERO ENERGY CORP NEW	91913Y100			11/15/2011		1/20/2012	555	595		-40	
220	X	VERIZON COMMUNICATIONS C	92343V104			4/6/2009		1/20/2012	233	185		48	
221	X	WELLPOINT INC	94973V107			10/27/2008		1/20/2012	285	160		125	
222	X	WESTN DIGITAL CORP DEL	958102105			2/21/2008		1/20/2012	172	159		13	
223	X	WESTERN UN CO	959802109			6/14/2011		1/20/2012	266	282		-16	
224	X	WILLIAMS COMPANIES DEL	969457100			8/30/2010		7/18/2011	660	409		251	
225	X	WILLIAMS COMPANIES DEL	969457100			8/30/2010		7/19/2011	365	223		142	
226	X	WILLIAMS COMPANIES DEL	969457100			8/31/2010		7/19/2011	517	311		206	
227	X	WILLIAMS COMPANIES DEL	969457100			8/31/2010		7/20/2011	610	366		244	
228	X	LYONDELLBASELL INDUSTRI	N53745100			9/6/2011		1/20/2012	556	442		114	
229	X	LYONDELLBASELL INDUSTRI	N53745100			9/6/2011		3/5/2012	586	442		144	
230	X	LYONDELLBASELL INDUSTRI	N53745100			8/9/2011		3/5/2012	544	399		145	
231	X	LYONDELLBASELL INDUSTRI	N53745100			9/6/2011		3/6/2012	278	221		57	
232	X	LYONDELLBASELL INDUSTRI	N53745100			8/9/2011		3/6/2012	278	215		63	
233	X	PHILIP MORRIS INTL INC Disa	718172109			1/3/2012		1/20/2012	27			27	

Line 18 (990-PF) - Taxes

		348	70	0	0
		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	49			
2	ESTIMATED EXCISE TAX PAID	229			
3	FOREIGN TAX WITHHELD	70	70		
4					
5					
6					
7					
8					
9					
10					

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

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

1	COST BASIS ADJUSTMENT	1	206
2	FEDERAL EXCISE TAX REFUND (2007)	2	271
3	Total	3	477

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

1	BOND AMORTIZATION	1	393
2	PURCHASE OF ACCRUED INTEREST CARRYOVER TO NEXT YEAR	2	40
3	Total	3	433

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

Long Term CG Distributions														Amount		
Short Term CG Distributions														0	0	
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	0	18,507	0	Gains Minus Excesses of FMV Over Adjusted Basis or Losses
1	ACTIVISION BLIZZARD INC	00507V109		11/14/2011	2/13/2012	257	0	272	-15			0	-15			18,507
2	ACTIVISION BLIZZARD INC	00507V109		8/15/2011	2/13/2012	196	0	176	20			0	20			
3	ACTIVISION BLIZZARD INC	00507V109		11/15/2011	2/13/2012	281	0	284	-3			0	-3			
4	ACTIVISION BLIZZARD INC	00507V109		11/15/2011	2/14/2012	160	0	161	-1			0	-1			
5	ACTIVISION BLIZZARD INC	00507V109		8/15/2011	2/14/2012	111	0	99	12			0	12			
6	ACTIVISION BLIZZARD INC	00507V109		11/14/2011	2/14/2012	136	0	142	-6			0	-6			
7	ACTIVISION BLIZZARD INC	00507V109		11/14/2011	1/20/2012	315	0	337	-22			0	-22			
8	AETNA INC NEW	00817Y108		11/29/2004	1/20/2012	306	0	207	99			0	99			
9	ALTERA CORP COM	021441100		11/8/2010	1/3/2012	758	0	677	81			0	81			
10	ALTERA CORP COM	021441100		11/8/2010	1/4/2012	335	0	305	30			0	30			
11	ALTERA CORP COM	021441100		11/8/2010	1/20/2012	242	0	203	39			0	39			
12	AMERICAN INTERNATIONAL	026874784		3/21/2011	8/15/2011	650	0	989	-339			0	-339			
13	AMERICAN INTERNATIONAL	026874784		3/22/2011	8/15/2011	842	0	1,297	-455			0	-455			
14	AMERIPRISE FINL INC	03076C106		1/12/2011	1/20/2012	163	0	184	-21			0	-21			
15	AMGEN INC COM PV \$0.0001	031162100		11/3/2008	1/20/2012	486	0	429	57			0	57			
16	ANALOG DEVICES INC COM	032654105		1/18/2011	1/20/2012	198	0	198	0			0	0			
17	CA INC	12673P105		9/19/2007	5/9/2011	97	0	103	-6			0	-6			
18	CA INC	12673P105		10/29/2007	5/9/2011	218	0	235	-17			0	-17			
19	CA INC	12673P105		10/30/2007	5/9/2011	48	0	52	-4			0	-4			
20	CA INC	12673P105		10/29/2007	5/10/2011	344	0	365	-21			0	-21			
21	CA INC	12673P105		10/30/2007	5/10/2011	74	0	78	-4			0	-4			
22	CA INC	12673P105		9/19/2007	5/10/2011	148	0	154	-6			0	-6			
23	CA INC	12673P105		9/19/2007	5/11/2011	146	0	154	-8			0	-8			
24	CA INC	12673P105		10/29/2007	5/11/2011	342	0	365	-23			0	-23			
25	CA INC	12673P105		10/30/2007	5/11/2011	73	0	78	-5			0	-5			
26	CA INC	12673P105		10/29/2007	5/12/2011	149	0	157	-8			0	-8			
27	CA INC	12673P105		10/30/2007	5/12/2011	25	0	26	-1			0	-1			
28	CA INC	12673P105		9/19/2007	5/12/2011	50	0	51	-1			0	-1			
29	CA INC	12673P105		9/19/2007	1/20/2012	135	0	154	-19			0	-19			
30	CAPITAL ONE FINL	14040H105		4/6/2010	1/30/2012	402	0	389	13			0	13			
31	CAPITAL ONE FINL	14040H105		3/29/2010	1/30/2012	89	0	85	4			0	4			
32	CAPITAL ONE FINL	14040H105		4/5/2010	1/30/2012	402	0	385	17			0	17			
33	CAPITAL ONE FINL	14040H105		4/5/2010	1/31/2012	409	0	385	24			0	24			
34	CAPITAL ONE FINL	14040H105		3/29/2010	1/31/2012	91	0	85	6			0	6			
35	AT&T INC	00206RA11		11/17/2008	1/20/2012	152	0	135	17			0	17			
36	AT&T INC	00206RAJ1		2/20/2008	1/20/2012	1,178	0	984	194			0	194			
37	CAPITAL ONE FINL	14040H105		4/6/2010	1/31/2012	409	0	389	20			0	20			
38	CARDINAL HEALTH INC OHIO	14148Y108		4/7/2010	1/20/2012	86	0	72	14			0	14			
39	CARDINAL HEALTH INC OHIO	14149Y108		4/6/2010	1/20/2012	171	0	145	26			0	26			
40	CENTURYLINK INC SHS	156700106		3/23/2009	4/4/2011	524	0	288	236			0	236			
41	CENTURYLINK INC SHS	156700106		3/23/2009	4/5/2011	522	0	288	234			0	234			
42	CENTURYLINK INC SHS	156700106		3/23/2009	4/6/2011	324	0	177	147			0	147			
43	CENTURYLINK INC SHS	156700106		3/23/2009	7/11/2011	1,186	0	664	522			0	522			
44	CENTURYLINK INC SHS	156700106		2/28/2011	7/11/2011	909	0	944	-35			0	-35			
45	CHEVRON CORP	166764100		2/5/2007	1/20/2012	320	0	222	98			0	98			
46	CHUBB CORP	171232101		1/12/2009	1/20/2012	282	0	181	101			0	101			
47	CISCO SYSTEMS INC	17275RAE2		2/24/2009	1/20/2012	1,161	0	982	179			0	179			
48	CITIGROUP INC COM NEW	172967424		6/28/2010	5/16/2011	1,035	0	1,015	20			0	20			
49	CITIGROUP INC COM NEW	172967424		7/26/2010	5/16/2011	331	0	333	-2			0	-2			
50	CITIGROUP INC COM NEW	172967424		6/28/2010	5/17/2011	455	0	446	9			0	9			
51	CITIGROUP INC COM NEW	172967424		7/26/2010	5/17/2011	124	0	125	-1			0	-1			
52	CITIGROUP INC COM NEW	172967424		6/28/2010	5/23/2011	1,451	0	1,461	-10			0	-10			
53	CITIGROUP INC COM NEW	172967424		6/28/2010	5/24/2011	280	0	284	-4			0	-4			
54	CITIGROUP INC COM NEW	172967424		7/26/2010	5/24/2011	40	0	42	-2			0	-2			
55	CITIGROUP INC	172967FT3		11/17/2011	1/20/2012	960	0	957	3			0	3			
56	CITIGROUP FUNDING INC	17313YAJ0		8/6/2009	8/25/2011	8,197	0	8,004	193			0	193			
57	CLIFFS NATURAL RESOURCES	18683K101		7/11/2011	9/6/2011	74	0	95	-21			0	-21			
58	CLIFFS NATURAL RESOURCES	18683K101		7/8/2011	9/6/2011	149	0	192	-43			0	-43			

Long Term CG Distributions										Amount							
Short Term CG Distributions										0	0						
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	0	0	Gains Minus Excess of FMV Over Adjusted Basis or Losses	18,507
117	MARATHON PETROLEUM CORP	56585A102		7/6/2009	7/8/2011		249	0	137	112			0	112		0	112
118	MARATHON PETROLEUM CORP	56585A102		7/6/2009	7/11/2011		120	0	69	51			0	51		0	51
119	MCKESSON CORPORATION COM	58155Q103		7/6/2009	1/20/2012		228	0	117	111			0	111		0	111
120	MICROSOFT CORP	594918104		11/16/2009	1/20/2012		147	0	149	-2			0	-2		0	-2
121	MOTOROLA SOLUTIONS INC	620076307		9/13/2010	10/10/2011		89	0	67	22			0	22		0	22
122	MOTOROLA SOLUTIONS INC	620076307		9/14/2010	10/10/2011		222	0	168	54			0	54		0	54
123	MOTOROLA SOLUTIONS INC	620076307		9/14/2010	10/11/2011		44	0	34	10			0	10		0	10
124	MOTOROLA SOLUTIONS INC	620076307		9/13/2010	10/11/2011		44	0	33	11			0	11		0	11
125	MOTOROLA SOLUTIONS INC	620076307		9/13/2010	1/20/2012		619	0	434	185			0	185		0	185
126	MOTOROLA SOLUTIONS INC	620076307		1/31/2011	3/12/2012		352	0	271	81			0	81		0	81
127	MOTOROLA SOLUTIONS INC	620076307		9/13/2010	3/12/2012		50	0	33	17			0	17		0	17
128	MOTOROLA SOLUTIONS INC	620076307		2/1/2011	3/12/2012		352	0	274	78			0	78		0	78
129	MOTOROLA SOLUTIONS INC	620076307		1/31/2011	3/13/2012		404	0	309	95			0	95		0	95
130	MOTOROLA SOLUTIONS INC	620076307		2/1/2011	3/13/2012		353	0	274	79			0	79		0	79
131	MOTOROLA SOLUTIONS INC	620076307		9/13/2010	3/13/2012		50	0	33	17			0	17		0	17
132	MOTOROLA SOLUTIONS INC	620076307		1/31/2011	3/14/2012		101	0	77	24			0	24		0	24
133	MOTOROLA SOLUTIONS INC	620076307		2/1/2011	3/14/2012		101	0	78	23			0	23		0	23
134	MURPHY OIL CORP	626717102		3/14/2011	1/20/2012		121	0	140	-19			0	-19		0	-19
135	NRG ENERGY INC	629377508		12/27/2007	1/20/2012		129	0	347	-218			0	-218		0	-218
136	NEWS CORP CL A	65248E104		8/31/2010	1/20/2012		173	0	113	60			0	60		0	60
137	NORTHROP GRUMMAN CORP	666807102		8/5/2009	1/20/2012		246	0	169	77			0	77		0	77
138	OCCIDENTAL PETE CORP CAL	674599105		10/17/2005	10/17/2011		2,834	0	1,277	1,557			0	1,557		0	1,557
139	PEPSICO INC	713448BH0		1/1/2008	1/20/2012		1,177	0	954	223			0	223		0	223
140	PHILIP MORRIS INTL INC	718172109		1/3/2012	1/20/2012		370	0	397	-27			0	-27		0	-27
141	PHILIP MORRIS INTL INC	718172109		1/3/2012	1/20/2012		222	0	238	-16			0	-16		0	-16
142	PRUDENTIAL FINANCIAL INC	744320102		5/24/2010	1/20/2012		172	0	167	5			0	5		0	5
143	RAYTHEON CO DELAWARE NEW	755111507		5/31/2006	8/22/2011		120	0	137	-17			0	-17		0	-17
144	RAYTHEON CO DELAWARE NEW	755111507		5/3/2006	8/22/2011		522	0	600	-78			0	-78		0	-78
145	RAYTHEON CO DELAWARE NEW	755111507		5/30/2006	1/20/2012		249	0	227	22			0	22		0	22
146	MICROSOFT CORP	594918104		1/11/2010	1/20/2012		293	0	305	-12			0	-12		0	-12
147	MICROSOFT CORP	594918104		1/17/2009	1/20/2012		293	0	300	-7			0	-7		0	-7
148	ROSS STORES CO DELAWARE NEW	778296103		5/31/2006	1/20/2012		149	0	137	12			0	12		0	12
149	ROSS STORES INC COM	778296103		10/21/2008	6/13/2011		382	0	151	231			0	231		0	231
150	ROSS STORES INC COM	778296103		10/20/2008	6/13/2011		153	0	59	94			0	94		0	94
151	ROSS STORES INC COM	778296103		10/20/2008	6/14/2011		77	0	30	47			0	47		0	47
152	ROSS STORES INC COM	778296103		10/21/2008	6/14/2011		384	0	151	233			0	233		0	233
153	ROSS STORES INC COM	778296103		10/21/2008	6/15/2011		531	0	211	320			0	320		0	320
154	ROSS STORES INC COM	778296103		10/20/2008	6/15/2011		152	0	59	93			0	93		0	93
155	ROSS STORES INC COM	778296103		10/21/2008	6/16/2011		225	0	90	135			0	135		0	135
156	ROSS STORES INC COM	778296103		10/20/2008	6/16/2011		75	0	30	45			0	45		0	45
157	ROSS STORES INC COM	778296103		10/20/2008	1/20/2012		204	0	59	145			0	145		0	145
158	SAFEWAY INC NEW	786514208		1/10/2006	1/20/2012		152	0	172	-20			0	-20		0	-20
159	SANDISK CORP INC	80004C101		8/10/2010	8/15/2011		724	0	865	-141			0	-141		0	-141
160	SANDISK CORP INC	80004C101		8/16/2010	8/15/2011		915	0	1,020	-105			0	-105		0	-105
161	SARA LEE CORP COM	803111103		6/22/2010	1/20/2012		230	0	180	50			0	50		0	50
162	SARA LEE CORP COM	803111103		6/21/2010	3/12/2012		893	0	625	268			0	268		0	268
163	SARA LEE CORP COM	803111103		6/22/2010	3/12/2012		106	0	75	31			0	31		0	31
164	SARA LEE CORP COM	803111103		6/22/2010	3/13/2012		1,184	0	827	357			0	357		0	357
165	SARA LEE CORP COM	803111103		6/23/2010	3/13/2012		43	0	30	13			0	13		0	13
166	SARA LEE CORP COM	803111103		6/23/2010	3/14/2012		192	0	134	58			0	58		0	58
167	SHELL INTERNATIONAL FIN	822582A11		9/17/2009	1/24/2012		1,144	0	995	149			0	149		0	149
168	SYMANTEC CORP COM	871503108		11/2/2010	1/20/2012		183	0	185	-2			0	-2		0	-2
169	SYMANTEC CORP COM	871503108		11/1/2010	1/20/2012		67	0	66	1			0	1		0	1
170	TJX COS INC NEW	872540109		12/14/2009	5/31/2011		476	0	342	134			0	134		0	134
171	TJX COS INC NEW	872540109		12/21/2009	5/31/2011		1,058	0	746	312			0	312		0	312
172	TJX COS INC NEW	872540109		12/21/2009	6/1/2011		575	0	410	165			0	165		0	165
173	TARGET CORP COM	87612E106		4/5/2010	8/1/2011		356	0	377	-21			0	-21		0	-21
174	TARGET CORP COM	87612E106		4/6/2010	8/1/2011		458	0	485	-27			0	-27		0	-27

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

		Amount		Long Term CG Distributions		Short Term CG Distributions		Totals		151,391		0		132,884		18,507		0		F M V as of 12/31/69		Adjusted Basis as of 12/31/69		Excess of FMV Over Adj Basis		Gains Minus Excess of FMV Over Adjusted Basis or Losses		18,507	
			0		0																								
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses																
175	TARGET CORP COM	87612E106		4/6/2010	8/2/2011	50	0	54	-4				-4																
176	TARGET CORP COM	87612E106		4/5/2010	8/2/2011	50	0	54	-4				-4																
177	TARGET CORP COM	87612E106		4/5/2010	1/20/2012	151	0	161	-10				-10																
178	TEXAS INSTRUMENTS	882508104		2/28/2011	10/10/2011	536	0	641	-105				-105																
179	TEXAS INSTRUMENTS	882508104		2/28/2011	10/11/2011	89	0	107	-18				-18																
180	TEXAS INSTRUMENTS	882508104		10/6/2009	11/15/2011	939	0	695	244				244																
181	TEXAS INSTRUMENTS	882508104		10/5/2009	11/15/2011	1,284	0	936	348				348																
182	TEXAS INSTRUMENTS	882508104		10/6/2009	11/15/2011	251	0	185	66				66																
183	TRAVELERS COS INC	89417E109		8/12/2009	11/15/2011	115	0	94	21				21																
184	TRAVELERS COS INC	89417E109		1/5/2009	11/15/2011	230	0	178	52				52																
185	TRAVELERS COS INC	89417E109		8/12/2009	11/15/2011	115	0	94	21				21																
186	TRAVELERS COS INC	89417E109		1/5/2009	11/15/2011	404	0	312	92				92																
187	TRAVELERS COS INC	89417E109		1/5/2009	1/20/2012	306	0	223	83				83																
188	U S TRSY INFLATION BOND	912810FS2		2/3/2009	11/21/2011	6,956	0	5,388	1,568				1,568																
189	U S TRSY INFLATION BOND	912810FS2		2/16/2011	11/21/2011	1,391	0	1,163	228				228																
190	U S TREASURY BOND	912810FT0		6/24/2009	9/8/2011	1,225	0	1,013	212				212																
191	U S TREASURY BOND	912810FT0		6/24/2009	1/20/2012	1,271	0	1,013	258				258																
192	U S TREASURY BOND	912810QA9		2/24/2009	9/8/2011	1,033	0	1,012	21				21																
193	U S TREASURY BOND	912810QA9		2/24/2009	1/20/2012	1,088	0	1,012	76				76																
194	U S TREASURY BOND	912810QA9		2/24/2009	2/24/2012	5,419	0	5,061	358				358																
195	U S TREASURY BOND	912810QA9		3/10/2009	2/24/2012	1,084	0	1,005	79				79																
196	U S TREASURY BOND	912810QD3		6/11/2010	9/8/2011	1,197	0	1,033	164				164																
197	U S TREASURY BOND	912810QD3		6/11/2010	2/27/2012	3,791	0	3,100	691				691																
198	U S TREASURY BOND	912810QD3		2/16/2011	2/27/2012	1,264	0	951	313				313																
199	U S TREASURY NOTE	9128277B2		5/9/2007	5/27/2011	4,041	0	4,004	37				37																
200	U S TREASURY NOTE	9128277B2		9/30/2009	5/27/2011	1,010	0	1,008	2				2																
201	U S TREASURY NOTE	9128277B2		9/30/2009	8/15/2011	3,000	0	3,000	0				0																
202	U S TREASURY NOTE	9128277B2		2/16/2011	8/15/2011	1,000	0	1,000	0				0																
203	U S TREASURY NOTE	912828LK4		9/17/2009	9/8/2011	1,060	0	998	62				62																
204	U S TREASURY NOTE	912828LK4		9/17/2009	11/18/2011	4,219	0	3,993	226				226																
205	U S TREASURY NOTE	912828LK4		9/17/2009	1/20/2012	1,053	0	998	55				55																
206	U S TREASURY NOTE	912828LK4		9/17/2009	2/27/2012	3,150	0	2,994	156				156																
207	U S TREASURY NOTE	912828MP2		3/16/2010	1/20/2012	1,151	0	996	155				155																
208	U S TREASURY NOTE	912828MP2		3/16/2010	2/27/2012	5,796	0	4,979	817				817																
209	U S TREASURY NOTE	912828MP2		2/16/2011	2/27/2012	1,159	0	1,012	147				147																
210	U S TREASURY NOTE	912828ND8		6/11/2010	9/8/2011	1,142	0	1,019	123				123																
211	U S TREASURY NOTE	912828ND8		6/11/2010	1/20/2012	1,141	0	1,018	123				123																
212	U S TREASURY NOTE	912828NT3		10/28/2010	9/8/2011	1,066	0	995	71				71																
213	U S TREASURY NOTE	912828NZ9		10/28/2010	9/8/2011	1,026	0	1,001	25				25																
214	U S TREASURY NOTE	912828NZ9		10/28/2010	1/20/2012	1,026	0	1,001	25				25																
215	U S TREASURY NOTE	912828QF0		5/27/2011	9/8/2011	1,056	0	1,014	42				42																
216	U S TREASURY NOTE	912828RM4		11/17/2011	1/20/2012	1,009	0	1,006	3				3																
217	UNITEDHEALTH GROUP INC	91324P102		12/13/2010	1/20/2012	207	0	149	58				58																
218	UNUM GROUP	91529Y106		10/21/2008	1/20/2012	205	0	162	43				43																
219	VALERO ENERGY CORP NEW	91913Y100		11/15/2011	1/20/2012	555	0	595	-40				-40																
220	VERIZON COMMUNICATIONS COM	92343V104		4/6/2009	1/20/2012	233	0	185	48				48																
221	WELLPOINT INC	94973V107		10/27/2008	1/20/2012	285	0	160	125				125																
222	WESTN DIGITAL CORP DEL	958102105		2/21/2008	1/20/2012	172	0	159	13				13																
223	WESTERN UN CO	959802109		6/14/2011	1/20/2012	266	0	282	-16				-16																
224	WILLIAMS COMPANIES DEL	969457100		8/30/2010	7/18/2011	660	0	409	251				251																
225	WILLIAMS COMPANIES DEL	969457100		8/30/2010	7/19/2011	365	0	223	142				142																
226	WILLIAMS COMPANIES DEL	969457100		8/31/2010	7/19/2011	517	0	311	206				206																
227	WILLIAMS COMPANIES DEL	969457100		8/31/2010	7/20/2011	610	0	366	244				244																
228	LYONDELLBASELL INDUSTRIE	N53745100		9/6/2011	1/20/2012	556	0	442	114				114																
229	LYONDELLBASELL INDUSTRIE	N53745100		9/6/2011	3/5/2012	586	0	442	144				144																
230	LYONDELLBASELL INDUSTRIE	N53745100		8/9/2011	3/5/2012	544	0	399	145				145																
231	LYONDELLBASELL INDUSTRIE	N53745100		9/6/2011	3/6/2012	278	0	221	57				57																
232	LYONDELLBASELL INDUSTRIE	N53745100		8/9/2011	3/6/2012	278	0	215	63				63																

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

		Long Term CG Distributions	Short Term CG Distributions	Amount		Totals	Gross Sales Price	Date Acquired	How Acquired	Date Sold	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
				0	0												
233	PHILIP MORRIS INTL INC Disallowed Los	718172109					151,391	1/20/2012		1/3/2012	27	0	0	18,507	0	0	18,507

Part VII-A, Line 8b (990-PF) - Copy of Form 990-PF to Attorney General

Did the foundation furnish a copy of Form 990-PF to the State Attorney General?

☐

Yes

☒

No

If "No", please provide an explanation

FLORIDA DOES NOT HAVE AN ATTORNEY GENERAL FILING REQUIREMENT

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	LINDA BETH VITALE		2076 SKYLARK COURT	LONGMONT	CO	80503		CO-TRUSTEE	2 00	4,328
2	MERRILL LYNCH TRUST CO		P O. BOX 1501	PENNINGTON	NJ	08534-1501		CO-TRUSTEE	2 00	7,964
3										
4										
5										
6										
7										
8										
9										
10										

12,292

Part

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

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

	Date	1	Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	8/10/2011	2	229
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	229