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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 5/1/2011, and ending 4/30/2012

Name of foundation BROWN, CHARLOTTE L T/U/W		A Employer identification number 94-6469205
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A - PO Box 63954 MAC A0348-012	Room/suite	B Telephone number (see instructions) (888) 730-4933
City or town state, and ZIP code SAN FRANCISCO CA 94163		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 8,080,783	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	309,260	291,338		
	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	-301,549			
	b Gross sales price for all assets on line 6a	1,884,105			
	7 Capital gain net income (from Part IV, line 2)		0		
	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)	3,028	3,011	0		
12 Total. Add lines 1 through 11	10,739	294,349	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	75,167	56,375		18,792
	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)	4,413	0	0	4,413
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	7,479	3,479	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)	6,429	6,419	0	10
	24 Total operating and administrative expenses. Add lines 13 through 23	93,488	66,273	0	23,215
	25 Contributions, gifts, grants paid	399,138			399,138
26 Total expenses and disbursements. Add lines 24 and 25	492,626	66,273	0	422,353	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-481,887				
b Net investment income (if negative, enter -0-)		228,076			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

(HTA)

Form **990-PF** (2011)POSTMARK DATE
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Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	0	0	
	2 Savings and temporary cash investments	50,116	83,241	83,241
	3 Accounts receivable	0	0	0
	Less allowance for doubtful accounts	0	0	0
	4 Pledges receivable	0	0	0
	Less allowance for doubtful accounts	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule)	0	0	0
	Less allowance for doubtful accounts	0	0	0
	8 Inventories for sale or use	0	0	
	9 Prepaid expenses and deferred charges	0	0	
	10 a Investments—U S. and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	0	0	0
	c Investments—corporate bonds (attach schedule)	0	0	0
Liabilities	11 Investments—land, buildings, and equipment basis	0		
	Less accumulated depreciation (attach schedule)	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	7,635,774	7,104,612	7,997,542
	14 Land, buildings, and equipment basis	0	0	0
	Less accumulated depreciation (attach schedule)	0	0	0
	15 Other assets (describe)	0	0	0
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	7,685,890	7,187,853	8,080,783
	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			
Net Assets or Fund Balances	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	7,685,890	7,187,853	
	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)	7,685,890	7,187,853	
Net Assets or Fund Balances	31 Total liabilities and net assets/fund balances (see instructions)	7,685,890	7,187,853	

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	7,685,890
2 Enter amount from Part I, line 27a	2	-481,887
3 Other increases not included in line 2 (itemize) <u>Federal Excise Tax Refund</u>	3	3,442
4 Add lines 1, 2, and 3	4	7,207,445
5 Decreases not included in line 2 (itemize) <u>See Attached Statement</u>	5	19,592
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	7,187,853

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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			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a 0	0	0	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	-301,549
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	364,509	7,922,195	0.046011
2009	270,958	7,345,971	0.036885
2008	346,769	7,484,641	0.046331
2007			0.000000
2006			0.000000

2 Total of line 1, column (d)	2	0.129227
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	0.043076
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	7,954,981
5 Multiply line 4 by line 3	5	342,669
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,281
7 Add lines 5 and 6	7	344,950
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	422,353

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	2,281
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	2,281
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	2,281
6 Credits/Payments		
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,099
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	6,000
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	8,099
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,818
11 Enter the amount of line 10 to be Credited to 2012 estimated tax Refunded	11	3,537

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ► 20 _____, 20 _____, 20 _____, 20 _____ ☐ Yes ☒ No		
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**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?**6b**

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**7b**

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. PO Box 63954 MAC A0348-012 SAN FRANCIS	Trustee	4 00	75,167	0
		00	0	0
		00	0	0
		00	0	0
		00	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	
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	7,890,241
b	Average of monthly cash balances	1b	185,882
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	8,076,123
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	8,076,123
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	121,142
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,954,981
6	Minimum investment return. Enter 5% of line 5	6	397,749

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	397,749
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,281
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	2,281
3	Distributable amount before adjustments Subtract line 2c from line 1	3	395,468
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	395,468
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	395,468

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	422,353
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	422,353
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	2,281
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	420,072

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				395,468
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			141,497	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006	0			
b From 2007	0			
c From 2008	0			
d From 2009	0			
e From 2010	0			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>422,353</u>				
a Applied to 2010, but not more than line 2a			141,497	
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				280,856
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				114,612
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007	0			
b Excess from 2008	0			
c Excess from 2009	0			
d Excess from 2010	0			
e Excess from 2011	0			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]Form **990-PF** (2011)

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	399,138
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) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	309,260	
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	-301,549	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a <u>OTHER INCOME</u>		0	14	3,652	0
b <u>PARTNERSHIP INCOME</u>	523000	17	01	-641	0
c _____		0		0	0
d _____		0		0	0
e _____		0		0	0
12 Subtotal. Add columns (b), (d), and (e)		17		10,722	0
13 Total. Add line 12, columns (b), (d), and (e)				13	10,739

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

- (1) Cash

- (2) Other assets**

(1) Sales of assets to a noncharitable exempt organization

- (2) Purchases of assets from a noncharitable exempt organization**

- (3) Rental of facilities, equipment, or other assets

- #### (4) Reimbursement arrangements

- (5) Loans or loan quarantees

- (6) Performance of services or membership or fundraising solicitations**

- c Sharing of facilities, equipment, mailing lists, other assets, or paid employees**

- d** If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

- b** If "Yes," complete the following schedule

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

**Sign
Here**

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

John A. Salantieri SVP Wells Fargo Bank N.A.

11/30/2012

SVP Wells Fargo Bank N A

Signature of officer or trustee

Date _____

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

PTIN

JOSEPH J CASTRIANO

11/30/2012

Check ☒ if self-employed

P01251603

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

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

Phone no	412-355-6000
----------	--------------

BROWN, CHARLOTTE L T/U/W

94-6469205 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

AMERICAN CANCER SOCIETY, INC

Street

PO BOX 720366

City

OKLAHOMA CITY

State

OK

Zip Code

73162

Foreign Country

Relationship

NONE

Foundation Status

501 (C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

199,569

Name

AMERICAN HEART ASSOCIATION

Street

1710 GILBRETH RD

City

BURLINGAME

State

CA

Zip Code

94010

Foreign Country

Relationship

NONE

Foundation Status

501 (C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

199,569

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

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

										Amount				
Long Term CG Distributions														
Short Term CG Distributions										0				
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 Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements		Depreciation
1	X	OAKMARK INTL SMALL CAP F	413838509			10/14/2010		11/1/2011	22,271	25,000			-2,729	
2	X	HEWLETT PACKARD CO	428236103			11/11/2009		9/15/2011	2,272	4,993			-2,721	
3	X	HONEYWELL INTERNATIONAL	438516106			12/22/2010		9/20/2011	23,700	26,813			-3,113	
4	X	HUSSMAN STRATEGIC GROW	448108100			7/8/2010		2/8/2012	22,181	25,000			-2,819	
5	X	HUSSMAN STRATEGIC GROW	448108100			7/26/2010		2/8/2012	22,500	25,000			-2,500	
6	X	ING PRIME RATE TR	44977W106			3/14/2005		8/29/2011	15,180	22,510			-7,330	
7	X	ING PRIME RATE TR	44977W106			5/19/2005		8/29/2011	16,340	22,303			-5,963	
8	X	ING PRIME RATE TR	44977W106			10/29/2007		8/29/2011	11,347	15,050			-3,703	
9	X	ING PRIME RATE TR	44977W106			10/29/2007		8/30/2011	50,701	66,889			-16,188	
10	X	ING PRIME RATE TR	44977W106			9/27/2005		9/1/2011	19,441	25,001			-5,560	
11	X	ING PRIME RATE TR	44977W106			10/29/2007		9/1/2011	32,402	41,806			-9,404	
12	X	ING PRIME RATE TR	44977W106			11/1/2007		9/1/2011	51,843	66,666			-14,823	
13	X	ING PRIME RATE TR	44977W106			11/1/2007		9/20/2011	102,490	133,332			-30,842	
14	X	OAKMARK INTL SMALL CAP F	413838509			12/22/2010		11/1/2011	21,652	25,000			-3,348	
15	X	HEWLETT PACKARD CO	428236103			11/12/2008		9/15/2011	20,448	28,269			-7,821	
16	X	ING GROEP NV	456837707			4/9/2010		12/30/2011	9,186	10,999			-1,813	
17	X	ING GROEP NV	456837707			4/13/2010		12/30/2011	9,186	11,065			-1,879	
18	X	UIT	464285105			1/2/2011		10/31/2011	5	0			5	
19	X	BAKER HUGHES INC COM	057224107			6/17/2008		9/23/2011	12,943	22,352			-9,409	
20	X	BAKER HUGHES INC COM	057224107			6/17/2008		3/27/2012	8,096	16,334			-8,238	
21	X	BAKER HUGHES INC COM	057224107			11/11/2009		3/27/2012	45,169	45,777			-608	
22	X	BHP BILLITON LIMITED - ADR	088606108			10/29/2007		8/30/2011	8,399	8,732			-333	
23	X	BHP BILLITON LIMITED - ADR	088606108			10/29/2007		2/8/2012	8,010	8,732			-722	
24	X	BHP BILLITON LIMITED - ADR	088606108			11/1/2007		2/8/2012	12,015	12,507			-492	
25	X	CARNIVAL CORP	143658300			12/22/2010		9/15/2011	6,566	9,326			-2,760	
26	X	COLGATE PALMOLIVE CO	194162103			11/11/2009		8/30/2011	13,513	12,290			1,223	
27	X	COLGATE PALMOLIVE CO	194162103			11/12/2008		8/30/2011	9,009	7,978			1,031	
28	X	COLGATE PALMOLIVE CO	194162103			1/11/2008		9/15/2011	18,198	15,956			2,242	
29	X	COLGATE PALMOLIVE CO	194162103			2/8/2008		9/15/2011	27,297	22,354			4,943	
30	X	DANAHER CORP	235851102			11/11/2009		3/12/2012	10,722	7,237			3,485	
31	X	DEUTSCHE BK CAP FUND IX	25153Y206			4/9/2010		12/30/2011	7,499	9,376			-1,877	
32	X	DEUTSCHE BK CAP FUND IX	25153Y206			4/13/2010		12/30/2011	11,248	14,026			-2,778	
33	X	WALT DISNEY CO	254687106			11/11/2009		8/30/2011	8,280	7,330			950	
34	X	WALT DISNEY CO	254687106			11/11/2009		3/29/2012	10,655	7,330			3,325	
35	X	EATON VANCE GLOBAL MAC	277923728			11/2/2010		4/20/2012	24,104	25,000			-896	
36	X	EATON VANCE GLOBAL MAC	277923728			11/15/2011		4/20/2012	24,900	25,000			-100	
37	X	GOLDMAN SACHS GROUP INC	38141G104			11/11/2009		11/23/2011	19,875	40,455			-20,580	
38	X	GOLDMAN SACHS GROUP INC	38141G104			12/22/2010		11/23/2011	2,208	4,224			-2,016	
39	X	AMPHENOL CORP CL A	032095101			9/17/2007		11/15/2011	46,589	37,544			9,045	
40	X	GOLDMAN SACHS GROUP INC	38141G104			10/31/2011		11/23/2011	8,833	11,127			-2,294	
41	X	GOLDMAN SACHS GROUP INC	38141G104			11/15/2011		11/23/2011	13,250	14,745			-1,495	
42	X	OAKMARK INTERNATIONAL F	413838202			10/14/2010		11/2/2011	22,388	25,000			-2,612	
43	X	OAKMARK INTERNATIONAL F	413838202			11/22/2010		11/2/2011	22,306	25,000			-2,694	
44	X	OAKMARK INTERNATIONAL F	413838202			12/22/2010		11/2/2011	21,846	25,000			-3,154	
45	X	OAKMARK INTERNATIONAL F	413838202			3/23/2011		11/2/2011	21,536	25,000			-3,464	
46	X	ISHARES TR MSCI EMERGING	464287234			7/11/2007		12/14/2011	22,272	29,746			-7,474	
47	X	ISHARES MSCI EAFE	464287465			1/11/2008		12/14/2011	3,415	4,231			-816	
48	X	ISHARES MSCI EAFE	464287465			1/11/2008		9/20/2011	25,035	37,900			-12,865	
49	X	ISHARES MSCI EAFE	464287465			1/11/2008		9/20/2011	25,060	37,900			-12,840	
50	X	ISHARES MSCI EAFE	464287465			1/11/2008		9/23/2011	23,505	37,900			-14,395	
51	X	ISHARES MSCI EAFE	464287465			1/11/2008		11/1/2011	93,945	140,002			-46,057	
									1,884,105		2,185,654		-301,549	
Securities									0		0		0	
Other sales														

Amount														
Long Term CG Distributions														
Short Term CG Distributions														
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
Securities										Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss		
										1,884,105	2,185,654	-301,549		
Other sales										0	0	0		
52	X	ISHARES MSCI EAFE	464287465			2/28/2007		11/1/2011	7,782	11,384				-3,602
53	X	ISHARES RUSSELL 2000	464287655			11/1/2007		12/14/2011	31,823	36,175				-4,352
54	X	ISHARES RUSSELL 2000	464287655			9/17/2007		12/14/2011	3,536	3,874				-338
55	X	ISHARES RUSSELL 2000	464287655			11/1/2007		12/14/2011	21,252	24,117				-2,865
56	X	ISHARES RUSSELL 2000	464287655			9/17/2007		12/22/2011	66,876	69,740				-2,864
57	X	ISHARES RUSSELL 2000	464287655			2/8/2008		12/22/2011	7,431	6,938				493
58	X	AFLAC INC	001055102			11/11/2009		9/15/2011	4,232	5,371				-1,139
59	X	AFLAC INC	001055102			11/11/2009		9/23/2011	23,962	33,570				-9,608
60	X	UIT	464285105			12/2/2011		11/30/2011	9	0				9
61	X	ISHARES GOLD TRUST	464285105			10/5/2011		12/14/2011	23,174	23,994				-820
62	X	ISHARES GOLD TRUST	464285105			11/15/2011		12/14/2011	15,449	17,290				-1,841
63	X	ISHARES TR MSCI EMERGING	464287234			10/29/2007		12/14/2011	16,672	24,938				-8,266
64	X	ISHARES TR MSCI EMERGING	464287234			11/1/2007		12/14/2011	5,261	7,703				-2,442
65	X	ISHARES TR MSCI EMERGING	464287234			11/1/2007		12/14/2011	11,433	16,708				-5,275
66	X	JOHNSON & JOHNSON	478160104			11/11/2009		3/12/2012	16,265	15,202				1,063
67	X	MICROSOFT CORP	594918104			11/11/2009		9/15/2011	5,463	5,978				-515
68	X	MICROSOFT CORP	594918104			11/11/2009		9/23/2011	12,485	14,580				-2,095
69	X	MORGAN STANLEY	617446448			7/26/2010		5/23/2011	9,496	10,839				-1,343
70	X	NESTLE S.A. REGISTERED SH	641069406			5/7/2008		3/29/2012	6,172	4,846				1,326
71	X	NESTLE S.A. REGISTERED SH	641069406			11/11/2009		3/29/2012	9,258	7,155				2,103
72	X	OCCIDENTAL PETE CORP	674599105			7/8/2010		9/23/2011	8,971	10,042				-1,071
73	X	OCCIDENTAL PETE CORP	674599105			7/26/2010		9/23/2011	8,971	10,345				-1,374
74	X	OCCIDENTAL PETE CORP	674599105			10/14/2010		9/23/2011	17,942	21,185				-3,243
75	X	ORACLE CORPORATION	68389X105			11/11/2009		9/15/2011	14,155	10,945				3,210
76	X	ORACLE CORPORATION	68389X105			11/11/2009		12/22/2011	38,264	32,835				5,429
77	X	PEABODY ENERGY CORP	704549104			11/11/2009		3/12/2012	13,832	20,524				-6,692
78	X	PEABODY ENERGY CORP	704549104			11/11/2009		3/27/2012	29,960	45,108				-15,148
79	X	PIMCO COMMODITY REAL RE	722005667			7/8/2010		12/14/2011	24,222	25,000				-778
80	X	PIMCO COMMODITY REAL RE	722005667			7/26/2010		12/14/2011	23,491	25,000				-1,509
81	X	PIMCO COMMODITY REAL RE	722005667			10/14/2010		12/14/2011	20,341	25,000				-4,659
82	X	PIMCO COMMODITY REAL RE	722005667			11/2/2010		12/14/2011	20,203	25,000				-4,797
83	X	PRECISION CASTPARTS CORP	740189105			9/17/2007		3/12/2012	17,225	13,170				4,055
84	X	RIDGEWORTH FD-MIDCAP VA	76628R615			3/23/2011		4/11/2012	12,911	15,000				-2,089
85	X	RIDGEWORTH FD-MIDCAP VA	76628R615			3/24/2011		4/11/2012	21,346	25,000				-3,654
86	X	RIDGEWORTH FD-MIDCAP VA	76628R615			12/22/2010		4/11/2012	5,744	6,399				-655
87	X	TARGET CORP 5 8/75%	87612EAH9			11/12/2008		3/1/2012	100,000	101,404				-1,404
88	X	TEXAS INSTRUMENTS INC	882508104			10/29/2007		8/30/2011	12,610	15,650				-3,040
89	X	TEXAS INSTRUMENTS INC	882508104			2/8/2008		8/30/2011	16,900	19,304				-2,404
90	X	TEXAS INSTRUMENTS INC	882508104			11/11/2009		8/30/2011	9,490	9,248				242
91	X	3M CO	88579Y101			7/8/2010		2/8/2012	10,975	10,045				930
92	X	3M CO	88579Y101			7/26/2010		2/8/2012	10,975	10,882				93
93	X	UNION PACIFIC CORP	907818108			11/12/2008		2/8/2012	5,718	3,018				2,700
94	X	UNION PACIFIC CORP	907818108			11/12/2008		3/12/2012	10,819	6,037				4,782
95	X	ACCENTURE PLC	G1151C101			6/17/2008		8/30/2011	13,357	9,814				3,543
96	X	Section 1231 Gain							379	0				379
97	X	LT CAPITAL GAIN DIVIDENDS							19,173					19,173
98	X	Section 988 Loss								188				-188
99	X	Section 1256 Loss								2				-2
100	X	ST GAIN FROM K-1 SALES							78					78
101	X	LT GAIN FROM K-1 SALES							6,191					6,191
102														0

Line 11 (990-PF) - Other Income

3,028					3,011	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income		
1	FROM PARTNERSHIP K-1	-641	-641			
2	UNRELATED BUSINESS TAXABLE INCOME	17				
3	OTHER INCOME	3,652	3,652			
4			0			
5			0			
6			0			
7			0			
8			0			
9			0			
10			0			

Line 16b (990-PF) - Accounting Fees

		4,413	0	0	4,413
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	4,413			4,413
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	4,000			
2	ESTIMATED EXCISE TAX PAID				
3	FOREIGN TAX WITHHELD	3,479	3,479		
4					
5					
6					
7					
8					
9					
10					
		7,479	3,479	0	0

Line 23 (990-PF) - Other Expenses

		6,429	6,419	0	10
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PARTNERSHIP EXPENSES	6,370	6,370		
2	ADR FEES	49	49		
3	STATE AG FEES	10			10
4					
5					
6					
7					
8					
9					

Part II, Line 13 (990-PF) - Investments - Other

				7,635,774	7,104,612	7,997,542
	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year	
1			7,635,774	7,104,612	7,997,542	
2						
3						
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	Federal Excise Tax Refund	1	3,442
2	Total	2	3,442

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

1	Partnership Income Adjustment	1	3,271
2	PY Return of Capital Adjustment	2	14,632
3	Cost Basis Adjustment	3	1,689
4	Total	4	19,592

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

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses					
Totals																		
						1,884,105	0	2,185,654	-301,549	0	0	0	-301,549					
Long Term CG Distributions						0	0	0	0	0	0	0	0					
Short Term CG Distributions						0	0	0	0	0	0	0	0					
1	OAKMARK INTL SMALL CAP FD #811	413838509		10/14/2010	11/1/2011	22,271	0	25,000	-2,729			0	-2,729					
2	HEWLETT PACKARD CO	428236103		11/1/2009	9/15/2011	2,272	0	4,993	-2,721			0	-2,721					
3	HONEYWELL INTERNATIONAL INC	438516106		12/22/2010	9/20/2011	23,700	0	26,813	-3,113			0	-3,113					
4	HUSMAN STRATEGIC GROWTH FUND	448108100		7/8/2010	2/8/2012	22,181	0	25,000	-2,819			0	-2,819					
5	HUSMAN STRATEGIC GROWTH FUND	448108100		7/26/2010	2/8/2012	22,500	0	25,000	-2,500			0	-2,500					
6	JING PRIME RATE TR	4497W106		3/14/2005	8/29/2011	15,180	0	22,510	-7,330			0	-7,330					
7	JING PRIME RATE TR	4497W106		5/19/2005	8/29/2011	16,340	0	22,303	-5,963			0	-5,963					
8	JING PRIME RATE TR	4497W106		10/29/2007	8/29/2011	11,347	0	15,050	-3,703			0	-3,703					
9	JING PRIME RATE TR	4497W106		10/29/2007	8/30/2011	50,701	0	66,889	-16,188			0	-16,188					
10	JING PRIME RATE TR	4497W106		9/27/2005	9/12/2011	19,441	0	25,001	-5,560			0	-5,560					
11	JING PRIME RATE TR	4497W106		10/29/2007	9/1/2011	32,402	0	41,806	-9,404			0	-9,404					
12	JING PRIME RATE TR	4497W106		11/1/2007	9/1/2011	51,843	0	66,666	-14,823			0	-14,823					
13	JING PRIME RATE TR	4497W106		11/1/2007	9/20/2011	102,490	0	133,332	-30,842			0	-30,842					
14	OAKMARK INTL SMALL CAP FD #811	413838509		12/22/2010	11/1/2011	21,652	0	25,000	-3,348			0	-3,348					
15	HEWLETT PACKARD CO	428236103		11/12/2008	9/15/2011	20,448	0	28,289	-7,821			0	-7,821					
16	JING GROEP NV	456837707		4/9/2010	12/30/2011	9,186	0	10,999	-1,813			0	-1,813					
17	JING GROEP NV	456837707		4/13/2010	12/30/2011	9,186	0	11,065	-1,879			0	-1,879					
18	UIT	464285105		1/2/2011	10/31/2011	5	0	0	5			0	5					
19	BAKER HUGHES INC COM	057224107		6/17/2008	9/23/2011	12,943	0	22,352	-9,409			0	-9,409					
20	BAKER HUGHES INC COM	057224107		6/17/2008	3/27/2012	8,086	0	16,334	-8,238			0	-8,238					
21	BAKER HUGHES INC COM	057224107		11/1/2009	3/27/2012	45,169	0	45,777	-608			0	-608					
22	BHP BILLITON LIMITED - ADR	088606108		10/29/2007	8/30/2011	8,399	0	8,732	-333			0	-333					
23	BHP BILLITON LIMITED - ADR	088606108		10/29/2007	2/8/2012	8,010	0	8,732	-722			0	-722					
24	BHP BILLITON LIMITED - ADR	088606108		11/1/2007	2/8/2012	12,015	0	12,507	-492			0	-492					
25	CARNIVAL CORP	143658300		12/22/2010	9/15/2011	6,566	0	9,326	-2,760			0	-2,760					
26	COLGATE PALMOLIVE CO	194162103		11/1/2009	8/30/2011	13,513	0	12,290	1,223			0	1,223					
27	COLGATE PALMOLIVE CO	194162103		1/1/2008	8/30/2011	9,009	0	7,978	1,031			0	1,031					
28	COLGATE PALMOLIVE CO	194162103		1/1/2008	9/15/2011	18,198	0	15,956	2,242			0	2,242					
29	COLGATE PALMOLIVE CO	194162103		2/8/2008	9/15/2011	27,297	0	22,354	4,943			0	4,943					
30	DANAHER CORP	235851102		11/1/2009	3/12/2012	10,722	0	7,237	3,485			0	3,485					
31	DEUTSCHE BK CAP FUND IX	25153V206		4/9/2010	12/30/2011	7,499	0	9,376	-1,877			0	-1,877					
32	DEUTSCHE BK CAP FUND IX	25153V206		4/13/2010	12/30/2011	11,248	0	14,026	-2,778			0	-2,778					
33	WALT DISNEY CO	254687106		11/1/2009	8/30/2011	8,280	0	7,330	950			0	950					
34	WALT DISNEY CO	254687106		11/1/2009	3/29/2012	10,655	0	7,330	3,325			0	3,325					
35	EATON VANCE GLOBAL MACRO - I #008	277923728		11/2/2010	4/20/2012	24,104	0	25,000	-896			0	-896					
36	EATON VANCE GLOBAL MACRO - I #008	277923728		11/15/2011	4/20/2012	24,900	0	25,000	-100			0	-100					
37	GOLDMAN SACHS GROUP INC	38141G104		11/1/2009	11/23/2011	19,875	0	40,455	-20,580			0	-20,580					
38	GOLDMAN SACHS GROUP INC	38141G104		12/22/2010	11/23/2011	2,208	0	4,224	-2,016			0	-2,016					
39	AMPHENOL CORP CL A	032095101		9/17/2007	11/15/2011	46,589	0	37,544	9,045			0	9,045					
40	GOLDMAN SACHS GROUP INC	38141G104		10/31/2011	11/23/2011	8,833	0	11,127	-2,294			0	-2,294					
41	GOLDMAN SACHS GROUP INC	38141G104		11/15/2011	11/23/2011	13,258	0	14,745	-1,495			0	-1,495					
42	OAKMARK INTERNATIONAL FD #109	413838202		10/14/2010	11/2/2011	22,388	0	25,000	-2,612			0	-2,612					
43	OAKMARK INTERNATIONAL FD #109	413838202		11/22/2010	11/2/2011	22,306	0	25,000	-2,694			0	-2,694					
44	OAKMARK INTERNATIONAL FD #109	413838202		12/22/2010	11/2/2011	21,846	0	25,000	-3,154			0	-3,154					
45	OAKMARK INTERNATIONAL FD #109	413838202		3/23/2011	11/2/2011	21,536	0	25,000	-3,464			0	-3,464					
46	ISHARES TR MSCI EMERGING MARKET	464287234		1/1/2008	12/14/2011	22,272	0	29,746	-7,474			0	-7,474					
47	ISHARES TR MSCI EMERGING MARKET	464287234		7/1/2007	12/14/2011	3,415	0	4,231	-816			0	-816					
48	ISHARES MSCI EAFE	464287465		1/1/2008	9/20/2011	25,035	0	37,900	-12,865			0	-12,865					
49	ISHARES MSCI EAFE	464287465		1/1/2008	9/20/2011	25,060	0	37,900	-12,840			0	-12,840					
50	ISHARES MSCI EAFE	464287465		1/1/2008	9/23/2011	23,505	0	37,900	-14,395			0	-14,395					
51	ISHARES MSCI EAFE	464287465		1/1/2008	11/1/2011	93,945	0	140,002	-46,057			0	-46,057					
52	ISHARES MSCI EAFE	464287465		2/28/2007	11/1/2011	7,782	0	11,384	-3,602			0	-3,602					
53	ISHARES RUSSELL 2000	464287655		11/1/2007	12/14/2011	31,823	0	36,175	-4,352			0	-4,352					
54	ISHARES RUSSELL 2000	464287655		9/17/2007	12/14/2011	3,536	0	3,874	-338			0	-338					
55	ISHARES RUSSELL 2000	464287655		11/1/2007	12/14/2011	21,252	0	24,117	-2,865			0	-2,865					
56	ISHARES RUSSELL 2000	464287655		9/17/2007	12/22/2011	66,876	0	69,740	-2,864			0	-2,864					
57	ISHARES RUSSELL 2000	464287655		2/8/2008	12/22/2011	7,431	0	6,938	493			0	493					
58	AFLAC INC	001055102		11/11/2009	9/15/2011	4,232	0	5,371	-1,139			0	-1,139					

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

		Amount		Totals											
		Long Term CG Distributions		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	Gains Minus Excess of FMV Over Adjusted Basis or Losses		
59	AFLAC INC	001055102		11/11/2009	9/23/2011	23,962	0	33,570	-9,608			0	-9,608		
60	UIT	464285105		1/2/2011	11/30/2011	9	0	0	9			0	9		
61	ISHARES GOLD TRUST	464285105		10/5/2011	12/14/2011	23,174	0	23,994	-820			0	-820		
62	ISHARES GOLD TRUST	464285105		11/15/2011	12/14/2011	15,449	0	17,290	-1,841			0	-1,841		
63	ISHARES TR MSCI EMERGING MARKET	464287234		10/29/2007	12/14/2011	16,672	0	24,938	-8,266			0	-8,266		
64	ISHARES TR MSCI EMERGING MARKET	464287234		11/1/2007	12/14/2011	5,261	0	7,703	-2,442			0	-2,442		
65	ISHARES TR MSCI EMERGING MARKET	464287234		11/1/2007	12/14/2011	11,433	0	16,708	-5,275			0	-5,275		
66	JOHNSON & JOHNSON	478160104		11/11/2009	3/12/2012	16,265	0	15,202	1,063			0	1,063		
67	MICROSOFT CORP	594918104		11/11/2009	9/15/2011	5,463	0	5,978	-515			0	-515		
68	MICROSOFT CORP	594918104		11/11/2009	9/23/2011	12,485	0	14,580	-2,095			0	-2,095		
69	MORGAN STANLEY	617446448		7/26/2010	5/23/2011	9,496	0	10,839	-1,343			0	-1,343		
70	NESTLE S A REGISTERED SHARES - A	641069406		5/7/2008	3/29/2012	6,172	0	4,846	1,326			0	1,326		
71	NESTLE S A REGISTERED SHARES - A	641069406		11/11/2009	3/29/2012	9,258	0	7,155	2,103			0	2,103		
72	OCCIDENTAL PETE CORP	674599105		7/8/2010	9/23/2011	8,971	0	10,042	-1,071			0	-1,071		
73	OCCIDENTAL PETE CORP	674599105		7/26/2010	9/23/2011	8,971	0	10,345	-1,374			0	-1,374		
74	OCCIDENTAL PETE CORP	674599105		10/14/2010	9/23/2011	17,942	0	21,185	-3,243			0	-3,243		
75	ORACLE CORPORATION	68389X105		11/11/2009	9/15/2011	14,155	0	10,945	3,210			0	3,210		
76	ORACLE CORPORATION	68389X105		11/11/2009	12/22/2011	38,264	0	32,835	5,429			0	5,429		
77	PEABODY ENERGY CORPORATION	704549104		11/11/2009	3/12/2012	13,832	0	20,524	-6,692			0	-6,692		
78	PEABODY ENERGY CORPORATION	704549104		11/11/2009	3/27/2012	29,960	0	45,108	-15,148			0	-15,148		
79	PIMCO COMMODITY REAL RET STRAT-	722005667		7/8/2010	12/14/2011	24,222	0	25,000	-778			0	-778		
80	PIMCO COMMODITY REAL RET STRAT-	722005667		7/26/2010	12/14/2011	23,491	0	25,000	-1,509			0	-1,509		
81	PIMCO COMMODITY REAL RET STRAT-	722005667		10/14/2010	12/14/2011	20,341	0	25,000	-4,659			0	-4,659		
82	PIMCO COMMODITY REAL RET STRAT-	722005667		11/2/2010	12/14/2011	20,203	0	25,000	-4,797			0	-4,797		
83	PRECISION CASTPARTS CORP	740189105		9/17/2007	3/12/2012	17,225	0	13,170	4,055			0	4,055		
84	RIDGEWORTH FD-MIDCAP VAL EQ I #5476628R615	87612EAH9		3/23/2011	4/11/2012	12,911	0	15,000	-2,089			0	-2,089		
85	RIDGEWORTH FD-MIDCAP VAL EQ I #5476628R615	87612EAH9		3/24/2011	4/11/2012	21,346	0	25,000	-3,654			0	-3,654		
86	RIDGEWORTH FD-MIDCAP VAL EQ I #5476628R615	87612EAH9		12/22/2010	4/11/2012	5,744	0	6,399	-655			0	-655		
87	TARGET CORP	882508104		11/12/2008	3/1/2012	100,000	0	101,404	-1,404			0	-1,404		
88	TEXAS INSTRUMENTS INC	882508104		10/29/2007	8/30/2011	12,610	0	15,650	-3,040			0	-3,040		
89	TEXAS INSTRUMENTS INC	882508104		2/8/2008	8/30/2011	16,900	0	19,304	-2,404			0	-2,404		
90	TEXAS INSTRUMENTS INC	882508104		11/11/2009	8/30/2011	9,490	0	9,248	242			0	242		
91	3M CO	88579Y101		7/8/2010	2/8/2012	10,975	0	10,045	930			0	930		
92	3M CO	88579Y101		7/26/2010	2/8/2012	10,975	0	10,882	93			0	93		
93	UNION PACIFIC CORP	907818108		11/12/2008	2/8/2012	5,718	0	3,018	2,700			0	2,700		
94	UNION PACIFIC CORP	907818108		11/12/2008	3/12/2012	10,819	0	6,037	4,782			0	4,782		
95	ACCENTURE PLC	G1151C101		6/17/2008	8/30/2011	13,357	0	9,814	3,543			0	3,543		
96	Section 1231 Gain					379	0	0	379			0	379		
97	L/T CAPITAL GAIN DIVIDENDS					19,173	0	0	19,173			0	19,173		
98	Section 988 Loss					0	0	188	-188			0	-188		
99	Section 1256 Loss					0	0	2	-2			0	-2		
100	S/T GAIN FROM K-1 SALES					78	0	0	78			0	78		
101	L/T GAIN FROM K-1 SALES					6,191	0	0	6,191			0	6,191		
102						0	0	0	0			0	0		
103						0	0	0	0			0	0		

75.167

75.167

Part

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

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

	Date	Amount
1 Credit from prior year return	1	2,099
2 First quarter estimated tax payment	2	
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	0
7 Total	7	2,099

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

1	Distributable amounts for 2010 that remained undistributed at the beginning of the 2011 tax year	1	141,497
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	141,497

		COST	FMV
94-6469205			
Invest - Corp Stock	810445	ABOTT LABS	31,030
Invest - Corp Stock	810445	AFFILIATED MANAGERS GROUP, INC COM	26,329
Invest - Corp Stock	810445	APACHE CORP	19,819
Invest - Corp Stock	810445	APPLE INC	73,737
Invest - Corp Stock	810445	CVS/CAREMARK CORPORATION	69,383
Invest - Corp Stock	810445	CAPITAL ONE FINANCIAL CORP	35,222
Invest - Corp Stock	810445	CELGENE CORP COM	44,215
Invest - Corp Stock	810445	DANAHER CORP	49,164
Invest - Corp Stock	810445	DIAGEO PLC - ADR	54,694
Invest - Corp Stock	810445	WALT DISNEY CO	36,184
Invest - Corp Stock	810445	E M C CORP MASS	36,309
Invest - Other	810445	HARBOR INTERNATIONAL FD INST #2011	53,888
Invest - Corp Stock	810445	INTERNATIONAL BUSINESS MACHS CORP	56,420
Invest - Corp Stock	810445	JOHNSON & JOHNSON	98,325
Invest - Corp Stock	810445	MICROSOFT CORP	103,540
Invest - Corp Stock	810445	NESTLE S A REGISTERED SHARES - ADR	45,608
Invest - Corp Stock	810445	NOVARTIS AG - ADR	29,160
Invest - Corp Stock	810445	OCCIDENTAL PETE CORP	35,775
Invest - Corp Stock	810445	PEPSICO INC	41,644
Invest - Corp Stock	810445	POTASH CORP SASK	48,105
Invest - Corp Stock	810445	PRAXAIR INC COM	46,920
Invest - Corp Stock	810445	PROCTER & GAMBLE CO	25,116
Invest - Corp Stock	810445	PUBLIC SVC ENTERPRISE GROUP INC	41,460
Invest - Corp Stock	810445	QUALCOMM INC	47,730
Invest - Corp Stock	810445	ROSS STORES INC	31,150
Invest - Corp Stock	810445	SCHLUMBERGER LTD	51,176
Invest - Corp Stock	810445	TJX COS INC NEW	38,879
Invest - Corp Stock	810445	TEVA PHARMACEUTICAL INDUSTRIES - ADR	50,454
Invest - Corp Stock	810445	THERMO FISHER SCIENTIFIC INC	62,390
Invest - Corp Stock	810445	UNION PACIFIC CORP	50,834
Invest - Corp Stock	810445	UNITED TECHNOLOGIES CORP	39,980
Invest - Corp Stock	810445	PRECISION CASTPARTS CORP	24,038
Invest - Corp Stock	810445	ML CAP TRUST V 7 28% SERIES	49,392
Invest - Other	810445	VANGUARD SMALL CAP GROWTH INDX #861	52,911
Invest - Corp Stock	810445	CENTURYLINK, INC	24,770
Savings & Temp Inv	810445	BLACKROCK INSTL FUNDS T-FUND #60	63,905
Savings & Temp Inv	810445	BLACKROCK INSTL FUNDS T-FUND #60	57,840
Invest - Corp Stock	810445	UNITED PARCEL SERVICE-CL B	71,323
Invest - Corp Stock	810445	TARGET CORP	11,918
Invest - Corp Stock	810445	UNITEDHEALTH GROUP INC	58,605
Invest - Corp Bonds	810445	WALGREEN CO 5 250% 1/15/19	40,541
Invest - Corp Bonds	810445	CONOCOPHILLIPS 5 750% 2/01/19	36,782
Invest - Other	810445	AMEX UTILITIES SPDR	42,113
Invest - Corp Bonds	810445	HONEYWELL INTERNATIO 5 000% 2/15/19	116,763
			123,227
			35,660
			119,113
			98,958

Invest - Other	810445	ARTIO GLOBAL HIGH INCOME-I #1525	188,008	200,000
Invest - Corp Bonds	810445	MEDTRONIC INC 5 600% 3/15/19	120,186	99,124
Invest - Corp Stock	810445	VERIZON COMMUNICATIONS	68,040	48,042
Invest - Corp Bonds	810445	UNITED PARCEL SERVIC 5 125% 4/01/19	120,484	99,727
Invest - Corp Stock	810445	BHP BILLITON LIMITED - ADR	55,725	53,329
Invest - Other	810445	ISHARES TR SMALLCAP 600 INDEX FD	94,088	87,811
Invest - Corp Stock	810445	JPMORGAN CHASE & CO	64,470	60,523
Invest - Other	810445	BLACKROCK FULTON STREET FD LP CL B1S	208,610	230,000
Invest - Corp Stock	810445	US BANCORP DEL NEW	48,255	36,474
Invest - Other	810445	TCW SMALL CAP GROWTH FUND-I #4724	60,824	60,000
Invest - Other	810445	JP MORGAN ALERIAN MLP INDEX	100,025	93,121
Invest - Other	810445	ISHARES TR S & P MIDCAP 400 ID FD	247,150	219,644
Invest - Corp Stock	810445	ACCENTURE PLC	64,950	39,257
Invest - Corp Stock	810445	COOPER INDUSTRIES PLC NEW IRELAND	46,928	43,103
Invest - Other	810445	ARBITRAGE FUND CLASS I	24,943	25,000
Invest - Corp Stock	810445	CHEVRON CORP	101,232	86,267
Invest - Corp Stock	810445	PROTECTIVE LIFE CORP 8% PFD	46,700	47,620
Invest - Corp Stock	810445	BB&T CAPITAL TRUST VII 8 100% PFD	51,400	52,109
Invest - Other	810445	ISHARES TR RUSSELL MIDCAP GROWTH	47,138	44,834
Invest - Corp Stock	810445	JP MORGAN CHASE 7% SERIES	25,600	24,330
Invest - Corp Stock	810445	JPM CHASE CAPITAL XXVIII 7 200% PFD	51,680	50,813
Invest - Other	810445	ROYCE PREMIER FUND W CLASS #566	100,425	100,000
Invest - Other	810445	PIMCO EMERGING LOCAL BOND IS #332	102,079	100,000
Invest - Corp Stock	810445	CONOCOPHILLIPS	71,630	65,117
Invest - Other	810445	ISHARES IBOX \$ INV GR CORP BD FD	417,697	376,718
Invest - Other	810445	PIMCO EMERG MKTS BD-INST #137	102,995	100,000
Invest - Other	810445	GOLDMAN SACHS GRTH OPP FD-I #1132	28,741	25,000
Invest - Other	810445	TEMPLETON GLOBAL BOND FD-ADV #616	211,684	187,394
Invest - Other	810445	ISHARES TR MSCI EMERGING MARKETS	211,075	220,155
Invest - Other	810445	CB RICHARD ELLIS REALTY TRUST	308,623	226,634
Invest - Corp Stock	810445	NEXTERA ENERGY CAP HLDGS 6 600% PFD	25,670	25,614
Invest - Corp Bonds	810445	BELLSOUTH CORP 5 200% 9/15/14	109,521	91,398
Invest - Other	810445	ISHARES GOLD TRUST	32,460	32,789
Invest - Other	810445	FSP GALLERIA NORTH CORP *CH*	56,000	97,673
Invest - Other	810445	JPMORGAN HIGH YIELD FUND SS #3580	248,294	250,000
Invest - Corp Bonds	810445	LOWE'S COMPANIES INC 5 000% 10/15/15	112,558	89,408
Invest - Corp Bonds	810445	MORGAN STANLEY 5 375% 10/15/15	103,158	100,849
Invest - Corp Stock	810445	AT & T INC	65,820	58,672
Invest - Corp Stock	810445	AEGON N V	23,450	20,060
Invest - Corp Stock	810445	MIRANT CORP *DORM*	-	-
Invest - Corp Bonds	810445	CISCO SYSTEMS INC 5 500% 2/22/16	116,581	100,126
Invest - Other	810445	DIVIDEND CAPITAL TOTAL REALTY TRUST	44,947	43,030
Invest - Corp Bonds	810445	ENERGY TRANSFER PART 5 200% 2/01/22	53,295	49,879
Invest - Other	810445	OPPENHEIMER DEVELOPING MKT-Y #788	95,149	100,000
Invest - Corp Stock	810445	VODAFONE GROUP PLC NEW ADR	55,640	51,292
Invest - Other	810445	POWERSHARES DB COMMODITY INDEX	14,205	14,650

Invest - Corp Stock	810445	USB CAPITAL XI	25,270	23,236
Invest - Corp Stock	810445	TRAVELERS COMPANIES, INC	48,240	40,137
Invest - Corp Bonds	810445	BHP BILLITON FINANCE 5 400% 3/29/17	117,543	101,721
Invest - Other	810445	PRINCIPAL PREFERRED SEC-INS #4929	200,221	200,000
Invest - Corp Bonds	810445	ASTRAZENECA PLC 5 900% 9/15/17	120,252	102,397
Invest - Other	810445	DIAMOND HILL LONG-SHORT FD CL I #11	24,931	25,000
Invest - Corp Stock	810445	PNC CAPITAL TRUST E	52,340	52,320
Invest - Other	810445	RIDGEWORTH FD-MIDCAP VAL EQ I #5412	50,837	53,601
Invest - Corp Stock	810445	JPMORGAN CHASE CAP XXVI	52,040	51,510
Invest - Corp Stock	810445	ALLIANZ SE	26,406	24,550
Invest - Corp Stock	810445	CONSTELLATION ENERGY GRP	26,710	27,064
Invest - Corp Stock	810445	ACE LIMITED	56,978	42,217
Invest - Corp Bonds	810445	E I DU PONT DE NEMO 6 000% 7/15/18	124,128	99,463
Invest - Corp Stock	810445	RACKSPACE HOSTING INC	58,090	37,694
Cash	810445		-	-
		Total Cash and Equivalents	83,241	83,241
		Total Other Investments	7,997,542	7,104,612
		Total	8,080,783	7,187,853

Form **8868**
(Rev. January 2012)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print	Name of exempt organization or other filer, see instructions	Enter filer's identifying number, see instructions
File by the due date for filing your return. See instructions	BROWN, CHARLOTTE L T/U/W	Employer identification number (EIN) or ☒ 94-6469205
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN) ☐
	Wells Fargo Bank N A - PO Box 63954 MAC A0348-012	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	SAN FRANCISCO	CA 94163

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► WELLS FARGO BANK N A

Telephone No ► (888) 730-4933 FAX No ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 12/15/2012 to file the exempt organization return for the organization named above. The extension is for the organization's return for ☐ calendar year _____ or

► ☒ tax year beginning 5/1/2011, and ending 4/30/2012

2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	2,281
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	2,099
c	Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	6,000

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2012)

(HTA)