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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 07-01-2011 , and ending 06-30-2012

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
EDWARD AND JUNE KELLOGG FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
1250 BYRON ROAD

Room/suite

City or town, state, and ZIP code
HOWELL, MI 48843

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)

\$ 4,895,862

J Accounting method

☒ Cash

☐ Accrual

☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

A Employer identification number

30-0057241

B Telephone number (see page 10 of the instructions)

(517) 546-3330

C If exemption application is pending, check here

☐

D 1. Foreign organizations, check here

☐

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

☐

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

☐

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

☐

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 page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	36,547	36,547		
	4 Dividends and interest from securities.	148,680	148,680		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-36,015			
	b Gross sales price for all assets on line 6a _____ 1,629,398				
	7 Capital gain net income (from Part IV , line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-37,753			
	12 Total. Add lines 1 through 11	111,459	185,227		
	13 Compensation of officers, directors, trustees, etc	48,390	4,706		38,188
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	4,210			2,000
	c Other professional fees (attach schedule)	43,877	43,897		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	11,895	7,549		
	19 Depreciation (attach schedule) and depletion	245			
	20 Occupancy				
	21 Travel, conferences, and meetings	1,000			1,000
	22 Printing and publications				
	23 Other expenses (attach schedule).	17,361	119		14,717
	24 Total operating and administrative expenses. Add lines 13 through 23	126,978	56,271		55,905
	25 Contributions, gifts, grants paid	219,720			219,720
	26 Total expenses and disbursements. Add lines 24 and 25	346,698	56,271		275,625
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-235,239			
	b Net investment income (if negative, enter -0-)		128,956		
	c Adjusted net income (if negative, enter -0-)				

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		14,000	14,000
	2	Savings and temporary cash investments	189,379	84,733	84,733
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	3,972,728	3,347,317	3,347,317
	c	Investments—corporate bonds (attach schedule).	429,826	436,774	436,774
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)		394,262	394,262
	14	Land, buildings, and equipment basis ▶ 627,669 Less accumulated depreciation (attach schedule) ▶ 880	626,620	626,789	618,776
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	5,218,553	4,903,875	4,895,862
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	5,218,553	4,903,875	
	30	Total net assets or fund balances (see page 17 of the instructions)	5,218,553	4,903,875	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	5,218,553	4,903,875	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	5,218,553
2	Enter amount from Part I, line 27a	2	-235,239
3	Other increases not included in line 2 (itemize) ▶ _____	3	61,244
4	Add lines 1, 2, and 3	4	5,044,558
5	Decreases not included in line 2 (itemize) ▶ _____	5	140,683
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,903,875

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 Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

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

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-36,055
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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	}	3	-41,915

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 page 18 of 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	198,568	4,983,204	0 039847
2009	225,231	4,577,658	0 049202
2008	261,517	3,989,930	0 065544
2007	176,633	5,428,470	0 032538
2006	20,453	3,569,850	0 005729

2	Total of line 1, column (d).	2	0 192860
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 038572
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	4,885,314
5	Multiply line 4 by line 3.	5	188,436
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,290
7	Add lines 5 and 6.	7	189,726
8	Enter qualifying distributions from Part XII, line 4.	8	275,625

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 on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,290
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3		Add lines 1 and 2.		3	1,290
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	1,290
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	3,600	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	3,600
8		Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	11
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	2,299
11		Enter the amount of line 10 to be Credited to 2012 estimated tax	2,299	Refunded	11

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
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)?			No
	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.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
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?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none">By language in the governing instrument, orBy state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) MI _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
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 on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW KELLOGGFAMILYDENTALFOUNDATION COM	13	Yes	
14	The books are in care of BREDERNITZ WAGNER CO PC Telephone no (517) 546-2130 Located at 109 W CLINTON STREET HOWELL MI ZIP+4 48843			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 page 22 of the instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>	5b	
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d).	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		6b	No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the 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
THOMAS A KELLOGG 1250 BYRON ROAD HOWELL, MI 48843	PRESIDENT 5 00	47,060	0	0
RYAN KELLOGG 1250 BYRON ROAD HOWELL, MI 48843	DIRECTOR 0 00	250	0	0
SARAH TOTTINGHAM 1250 BYRON ROAD HOWELL, MI 48843	DIRECTOR 5 00	1,080	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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.

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 page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		

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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	4,081,139
b	Average of monthly cash balances.	1b	260,771
c	Fair market value of all other assets (see page 24 of the instructions).	1c	617,800
d	Total (add lines 1a, b, and c).	1d	4,959,710
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	4,959,710
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	74,396
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,885,314
6	Minimum investment return. Enter 5% of line 5.	6	244,266

Part XI

Distributable Amount (see page 25 of the 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	244,266
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	1,290
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,290
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	242,976
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	242,976
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	242,976

Part XII

Qualifying Distributions (see page 25 of the 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	275,625
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	275,625
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 page 26 of the instructions).	5	1,290
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	274,335
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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7			
2	Undistributed income, if any, as of the end of 2011			
a	Enter amount for 2010 only. 233,555			
b	Total for prior years 20____, 20____, 20____			
3	Excess distributions carryover, if any, to 2011			
a	From 2006.			
b	From 2007.			
c	From 2008.			
d	From 2009.			
e	From 2010.			
f	Total of lines 3a through e.			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 275,625			
a	Applied to 2010, but not more than line 2a 233,555			
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .			
d	Applied to 2011 distributable amount. 42,070			
e	Remaining amount distributed out of corpus			
5	Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)			
6	Enter the net total of each column as indicated below:			
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5			
b	Prior years' undistributed income Subtract line 4b from line 2b.			
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 page 27 of the instructions . . .			
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011. 200,906			
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).			
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).			
9	Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.			
10	Analysis of line 9			
a	Excess from 2007.			
b	Excess from 2008.			
c	Excess from 2009.			
d	Excess from 2010.			
e	Excess from 2011.			

Part XIV

Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling.

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

b

List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

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

KELLOGG FOUNDATION
1250 BYRON ROAD
HOWELL, MI 48843
(517) 546-3330

b

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

EDWARD AND JUNE KELLOGG FOUNDATION WILL ACCEPT ALL GRANT REQUESTS AND WILL CONSIDER MAKING THE GRANT IF IT IS WITHIN THE GRANT MAKING GUIDELINES OF THE FOUNDATION. REQUESTS SHOULD INCLUDE AMOUNT REQUESTED, THE PURPOSE THE FUNDS WILL BE USED FOR, AND THE EXEMPT PURPOSE OF THE REQUESTING ORGANIZATION, IF APPLICABLE.

c

Any submission deadlines

THERE ARE NO SUBMISSION DEADLINES

d

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

GRANT FOCUS AREAS: IMPROVING EDUCATION AND CREATING OPPORTUNITIES FOR CAREERS IN DENTISTRY, TO ADVANCE THE DENTAL HEALTH AND WELL-BEING OF YOUTH IN OUR COMMUNITIES AND THOSE UNDERSERVED IN OTHER PARTS OF THE WORLD, TO PROVIDE SPIRITUAL SUPPORT IN THE PROCESS OF THESE ENDEAVORS, TO PROVIDE MONIES AND SUPPORT FOR THE HUMANE TREATMENT OF ANIMALS, TO SUPPORT LOCAL ORGANIZATIONS, AND TO PROMOTE COMMUNITY STEWARDSHIP.

Part XV

Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	219,720
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments.					
3	Interest on savings and temporary cash investments			14	36,547	
4	Dividends and interest from securities.			14	148,680	
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		53	14	-36,068	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory.					
11	Other revenue a See Additional Data Table					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e).		-37,700		149,159	
13	Total. Add line 12, columns (b), (d), and (e).			13		111,459

[illegible]






Part XVII

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?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
(1)	Cash.	1a(1)	No
(2)	Other assets.	1a(2)	No
b	Other transactions		
(1)	Sales of assets to a noncharitable exempt organization.	1b(1)	No
(2)	Purchases of assets from a noncharitable exempt organization.	1b(2)	No
(3)	Rental of facilities, equipment, or other assets.	1b(3)	No
(4)	Reimbursement arrangements.	1b(4)	No
(5)	Loans or loan guarantees.	1b(5)	No
(6)	Performance of services or membership or fundraising solicitations.	1b(6)	No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c	No
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 or fiduciary) is based on all information of which preparer has any knowledge				
	*****			2013-05-15	*****
	Signature of officer or trustee			Date	Title
	Paid Preparer's Use Only	Preparer's Signature  GREGORY D CLUM		Date 2013-05-15	Check if self-employed 
		Firm's name  BREDERNITZ WAGNER & CO PC		Firm's EIN 	
Firm's address  109 W CLINTON ST HOWELL, MI 488431565		Phone no (517) 546-2130			

May the IRS discuss this return with the preparer shown above? See instructions ☐ Yes ☒ No

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
170 SHS FINMECCANICA SPA ADR	P	2010-08-03	2011-07-07
24 SHS APACHE CORP	P	2006-11-02	2011-07-07
108 SHS KINROSS GOLD CORP NEW	P	2010-02-03	2011-07-07
85 SHS NIPPON TELE & TEL ADR	P	2007-05-15	2011-07-07
200 SHS SEKISUI HOMES SPONS	P	2007-09-05	2011-07-07
7 SHS PITNEY BOWES INC	P	2007-12-17	2011-07-15
5 SHS LOCKHEED MARTIN CORP	P	2009-08-31	2011-08-12
10 SHS MOTOROLA MOBILITY HLDGS	P	2011-03-31	2011-08-24
13 SHS GOLD FIELDS LTD NEW	P	2007-05-16	2011-10-05
1540 SHS LOGITECH INTL S A NEW	P	2010-12-22	2011-11-11
110 SHS KINDER MORGAN ENERGY LP	P	2010-12-22	2011-11-28
1010 SHS ZIONS BANCORP DEP SHS	P	2010-12-22	2011-11-30
9 SHS AMGEN INCORPORATED	P	2011-03-16	2011-12-21
256 SHS SOCIETE GENRALE SPN	P	2009-02-05	2012-02-08
153 SHS HOME RETAIL GROUP	P	2011-03-10	2012-02-23
350 SHS CA INC	P	2006-11-02	2012-02-23
16 SHS INGERSOLL RAND	P	2006-11-28	2012-02-23
67 SHS NEWCREST MINING ADR	P	2008-08-12	2012-02-23
26 SHS PITNEY BOWES INC	P	2009-08-17	2012-02-23
31 SHS VIACOM INC CL B NEW	P	2006-11-02	2012-02-23
2240 SHS DOVER MOTORSPORTS INC	P	2011-12-02	2012-02-24
280 SHS TECUMSEH PRODUCTS	P	2011-09-29	2012-02-24
38 SHS QAD INC CL B	P	2006-12-18	2012-02-24
56900 SHS SAIZEN TEIT	P	2011-07-19	2012-02-27
120 SHS SEKISUI HOMES	P	2007-09-11	2012-04-17
20 SHS MOTOROLA SOLUTIONS INC	P	2009-11-30	2012-04-26
270 SHS APTARGROUP INC	P	2010-12-22	2012-05-18
220 SHS AIR PROD & CHEMICALS INC	P	2010-12-22	2012-05-31
5 SHS GOLDMAN ASCHS GROUP INC	P	2010-07-20	2011-07-07
8 SHS APACHE CORP	P	2006-12-27	2011-07-07

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14 SHS LOCKHEED MARTIN CORP	P	2006-11-02	2011-07-07
15 SHS NIPPON TELE & TEL ADR	P	2007-06-12	2011-07-07
22 SHS SEVEN & 1 HLDG CO ADR	P	2009-04-13	2011-07-07
8 SHS PITNEY BOWES INC	P	2009-08-17	2011-07-15
57 SHS MOTOROLA MOBILITY HLDGS	P	2011-03-04	2011-08-15
1320 SHS D P L INC	P	2010-12-22	2011-08-24
63 SHS GOLD FIELDS LTD NEW	P	2007-11-07	2011-10-05
530 SHS MECHEL OAO ADR	P	2010-12-22	2011-11-11
170 SHS ONEOK PARTNERS LP	P	2010-12-22	2011-11-28
8 SHS AMGEN INCORPORATED	P	2011-03-16	2011-12-14
37 SHS MOTOROLA SOLUTIONS INC	P	2009-02-10	2011-12-23
184 SHS SOCIETE GENRALE SPN	P	2010-05-17	2012-02-08
5 SHS MOSAIC CO NEW	P	2012-02-13	2012-02-23
19 SHS CA INC	P	2007-11-16	2012-02-23
47 SHS JP MORGAN CHASE & CO	P	2006-11-02	2012-02-23
35 SHS NEWMONT MINING CORP	P	2007-04-09	2012-02-23
27 SHS RAYTHEON COMPANY NEW	P	2006-11-02	2012-02-23
63 SHS VODAFONE GROUP NEW	P	2006-11-02	2012-02-23
430 SHS DSP GROUP INC	P	2011-05-03	2012-02-24
580 SHS TECUMSEH PRODUCTS	P	2011-11-02	2012-02-24
22 SHS QAD INC CL B	P	2008-11-12	2012-02-24
74 SHS TNT EXPRESS	P	2011-09-01	2012-02-27
21 SHS SEKISUI HOMES	P	2009-08-14	2012-04-17
25 SHS PERUSAHAAN PERSEROAN	P	2011-02-17	2012-04-26
490 SHS B&G FOODS INC	P	2011-04-29	2012-05-18
66 SHS CEDAR REALTY	P	2010-12-22	2012-06-01
5 SHS GOLDMAN ASCHS GROUP INC	P	2010-08-24	2011-07-07
58 SHS ASTRAZENECA PLC ADR	P	2010-05-05	2011-07-07
35 SHS LOEWS CORPORATION	P	2008-10-03	2011-07-07
26 SHS NOBLE ENERGY INC	P	2006-11-02	2011-07-07

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137 SHS SHISEIDO LTD SPON ADR	P	2006-11-06	2011-07-07
22 SHS PITNEY BOWES INC	P	2009-08-17	2011-07-19
5 SHS LOCKHEED MARTIN CORP	P	2009-05-31	2011-08-15
250 SHS RESEARCH IN MOTION LTD	P	2011-07-13	2011-08-25
65 SHS ROYAL DUTCH SHELL B	P	2006-11-02	2011-10-06
300 SHS MECHEL OAO ADR	P	2011-03-09	2011-11-11
160 SHS PLAINS ALL AMERN	P	2010-12-22	2011-11-28
5 SHS AMGEN INCORPORATED	P	2007-11-15	2011-12-14
10 SHS VIACOM INC CL	P	2006-11-02	2012-01-03
31 SHS SOCIETE GENRALE SPN	P	2010-05-17	2012-02-09
6 SHS MOSAIC CO NEW	P	2012-02-14	2012-02-23
418 SHS CARREFOUR SA ADR NEW	P	2009-10-05	2012-02-23
199 SHS KINROSS GOLD CORP NEW	P	2010-02-03	2012-02-23
24 SHS NINTENDO LTD ADR	P	2009-08-28	2012-02-23
12 SHS RAYTHEON COMPANY NEW	P	2009-03-18	2012-02-23
21 SHS WACOAL HLDGS CORP	P	2006-11-06	2012-02-23
330 SHS DSP GROUP INC	P	2011-08-19	2012-02-24
580 SHS TETRA TECHNOLOGIES DEL	P	2011-09-22	2012-02-24
58 SHS QAD INC CL B	P	2009-01-08	2012-02-24
96 SHS TNT EXPRESS	P	2011-09-30	2012-02-27
28 SHS GENWORTH FINANCIAL INC	P	2008-01-09	2012-04-18
45 SHS PERUSAHAAN PERSEROAN	P	2011-02-25	2012-04-26
250 SHS CHURCH & DWIGHT CO INC	P	2010-12-22	2012-05-18
880 SHS PRIMARUS RETAIL REIT	P	2010-12-22	2012-06-08
42 SHS LINCOLN NATIONAL COPR	P	2011-02-02	2011-07-07
20 SHS BARRICK GOLD CORP	P	2008-09-16	2011-07-07
5 SHS MERCK & CO INC NEW	P	2008-12-09	2011-07-07
207 SHS NOKIA CORP SPON ADR	P	2009-07-20	2011-07-07
19 SHS SUNCOR ENERGY INC NEW	P	2010-05-21	2011-07-07
1 SHS LOCKHEED MARTIN CORP	P	2006-11-02	2011-07-22

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5 SHS LOCKHEED MARTIN CORP	P	2009-09-01	2011-08-15
11 SHS LOCKHEED MARTIN CORP	P	2009-09-01	2011-08-25
23 SHS ROYAL DUTCH SHELL B	P	2006-11-02	2011-10-10
260 SHS PETROCHINA CO ADR	P	2010-12-22	2011-11-11
50 SHS PRAXAIR INC	P	2010-12-22	2011-11-28
11 SHS AMGEN INCORPORATED	P	2007-11-27	2011-12-14
15 SHS HESS CORPORATION	P	2007-08-28	2012-01-05
90 SHS P S BUS PK	P	2011-04-29	2012-02-13
15 SHS PACCAR INC	P	2011-09-12	2012-02-23
135 SHS DAI NIPPON PRTG NEW	P	2006-12-04	2012-02-23
62 SHS KOREA ELEC POWER	P	2009-08-14	2012-02-23
27 SHS NIPPON TELE & TEL	P	2007-06-12	2012-02-23
43 SHS S K TELECOM LTD	P	2008-06-09	2012-02-23
19 SHS WELLS FARGO & CO NEW	P	2006-11-02	2012-02-23
2120 SHS GILAT SATLLTE NETWK NEWF	P	2011-07-05	2012-02-24
300 SHS TRANSACT TECH INC	P	2011-04-11	2012-02-24
40 SHS QAD INC CL B	P	2009-01-21	2012-02-24
15 SHS TNT EXPRESS	P	2011-09-30	2012-02-28
29 SHS GENWORTH FINANCIAL INC	P	2010-10-29	2012-04-18
16 SHS GENWORTH FINANCIAL INC	P	2010-12-02	2012-04-27
1540 SHS FERRELLGAS PARTNERS LP	P	2010-12-22	2012-05-18
84 SHS PFIZER INCORPORATED	P	2010-04-14	2012-06-19
80 SHS OAO GAZPROM SPON ADR	P	2010-10-15	2011-07-07
54 SHS C V S CAREMARK CORP	P	2009-07-10	2011-07-07
17 SHS MERCK & CO INC NEW	P	2009-02-27	2011-07-07
20 SHS OCCIDENTAL PETE CORP	P	2010-03-26	2011-07-07
40 SHS SWISSCOM AG ADR	P	2006-11-06	2011-07-07
13 SHS LOCKHEED MARTIN CORP	P	2009-03-18	2011-07-22
18 SHS MOTOROLA MOBILITY HLDGS	P	2010-02-01	2011-08-15
970 SHS CP OFFICE PPTYS 7 5%	P	2010-12-22	2011-08-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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15 SHS ROYAL DUTCH SHELL B	P	2010-02-02	2011-10-10
860 SHS TULLOW OIL PLC NEW ORD F	P	2010-12-23	2011-11-11
80 SHS SHERWIN WILLIAMS CO	P	2010-12-22	2011-11-28
3 SHS AMGEN INCORPORATED	P	2007-11-28	2011-12-14
58 SHS HESS CORPORATION	P	2007-08-28	2012-01-06
1010 SHS P S BUS PK	P	2010-12-22	2012-02-13
15 SHS PACCAR INC	P	2011-09-13	2012-02-23
55 SHS ELECTROBRAS ADR	P	2010-03-29	2012-02-23
60 SHS LINCOLN NATIONAL CORP	P	2011-02-02	2012-02-23
3 SHS NOBLE ENERGY INC	P	2006-11-02	2012-02-23
53 SHS SANOFI ADR	P	2008-04-08	2012-02-23
54 SHS WELLS FARGO & CO NEW	P	2009-03-18	2012-02-23
710 SHS GILAT SATLLTE NETWK NEWF	P	2011-10-13	2012-02-24
250 SHS TRANSACT TECH INC	P	2011-04-18	2012-02-24
108 SHS QAD INC CL B	P	2009-02-11	2012-02-24
8 SHS MOTOROLA SOLUTIONS INC	P	2009-11-30	2012-03-09
146 SHS GENWORTH FINANCIAL INC	P	2010-10-29	2012-04-19
17 SHS MOTOROLA SOLUTIONS INC	P	2009-11-30	2012-04-27
310 SHS GLAXOSMITHKLINE PLC	P	2010-12-22	2012-05-18
53 SHS PFIZER INCORPORATED	P	2010-04-26	2012-06-19
43 SHS PERUSAHAAN PERSEROAN	P	2011-02-17	2011-07-07
177 SHS CA INC	P	2006-11-02	2011-07-07
25 SHS METLIFE INC	P	2008-10-09	2011-07-07
1 SHS OCCIDENTAL PETE CORP	P	2010-03-29	2011-07-07
31 SHS UNION PACIFIC CORP	P	2006-11-02	2011-07-07
65 SHS SUNCOR ENERGY INC NEW	P	2010-05-21	2011-07-22
15 SHS MOTOROLA MOBILITY HLDGS	P	2011-03-04	2011-08-16
200 SHS CP OFFICE PPTYS 7 5%	P	2011-04-29	2011-08-25
311 SHS FINMECCANICA SPA ADR	P	2010-08-03	2011-10-12
11000 SHS O CHARLEYS INC	P	2010-01-28	2011-11-16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
31 SHS PHILIP MORRIS INTL INC	P	2006-11-02	2011-11-30
24 SHS AMGEN INCORPORATED	P	2009-04-14	2011-12-14
12000 SHS SUPERVALU	P	2010-12-15	2012-01-18
125 SHS KOREA ELEC POWER CP	P	2006-11-02	2012-02-14
6 SHS PACCAR INC	P	2011-09-12	2012-02-23
41 SHS FUJIFILM HLDGS CORP	P	2006-11-02	2012-02-23
28 SHS LOEWS CORPORATION	P	2008-10-03	2012-02-23
8 SHS NOBLE ENERGY INC	P	2008-09-15	2012-02-23
103 SHS SEKISUI HOMES SPONS	P	2007-09-05	2012-02-23
360 SHS AMER SAFTY INS HLDG	P	2011-04-08	2012-02-24
11000 SHS GMX RESOURCES	P	2011-09-06	2012-02-24
890 SHS AMERICAN SELECT PROT	P	2011-02-17	2012-02-24
820 SHS SIERRA WIRELESS INC	P	2011-02-10	2012-02-24
970 SHS GMX RES INC	P	2010-12-22	2012-03-15
14 SHS GENWORTH FINANCIAL INC	P	2010-11-23	2012-04-19
10 SHS RENTAL SERVICE	P	2011-11-28	2012-04-30
280 SHS GRACO INCORPORATED	P	2010-12-22	2012-05-18
66 SHS CEDAR REALTY	P	2010-12-22	2012-06-28
35 SHS TIME WARNER INC NEW	P	2010-10-15	2011-07-07
51 SHS CITIGROUP INC NEW	P	2009-12-17	2011-07-07
9 75 SHS MOTOROLA MOBILITY HLDGS	P	2009-02-10	2011-07-07
23 SHS PANASONIC CORP ADR	P	2007-08-16	2011-07-07
81 SHS UNUM GROUP	P	2010-05-26	2011-07-07
27 SHS SUNCOR ENERGY INC NEW	P	2010-05-21	2011-07-25
12000 SHS SONIC AUTOMITIVE 8 625XXX	P	2010-12-22	2011-08-16
66 SHS KINROSS GOLD CORP NEW	P	2010-02-03	2011-08-30
5 SHS AMGEN INCORPORATED	P	2007-11-15	2011-10-14
4000 SHS O CHARLEYS INC	P	2010-10-26	2011-11-16
341 SHS ALEXNDRIA REAL 8 375%	P	2011-01-04	2011-11-30
10 SHS AMGEN INCORPORATED	P	2009-09-23	2011-12-14

Form 990PF Part IV – Capital Gains and Losses for Tax on Investment Income – Columns a – d

(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)
4000 SHS GEOKINETICS HLDG	P	2010-12-17	2012-01-24
126 SHS KOREA ELEC POWER CP	P	2009-08-14	2012-02-14
280 SHS POLYUS GOLD INTL	P	2011-10-18	2012-02-23
78 SHS GENERAL MOTORS CO	P	2010-11-19	2012-02-23
58 SHS MERCK & CO INC NEW	P	2009-02-27	2012-02-23
145 SHS NOKIA CORP SPON ADR	P	2009-07-20	2012-02-23
126 SHS SEKISUI HOMES SPONS	P	2007-09-11	2012-02-23
440 SHS CHECKPOINT SYSTEMS INC	P	2011-10-19	2012-02-24
630 SHS K V H INDUSTRIES INC	P	2011-12-30	2012-02-24
48099 SHS ARCTIC GLACIER INCOME F	P	2009-10-21	2012-02-24
320 SHS SIERRA WIRELESS INC	P	2011-02-17	2012-02-24
10 SHS LINCOLN NATIONAL CORP	P	2011-02-02	2012-03-16
10 SHS GENWORTH FINANCIAL INC	P	2010-11-23	2012-04-20
18000 SHS RENTAL SERVICE	P	2010-12-22	2012-04-30
150 SHS GRAINGER WW INC	P	2010-12-22	2012-05-18
4 SHS TIME WARNER INC NEW	P	2010-10-18	2011-07-07
8 SHS CONOCOPHILLIPS	P	2009-11-06	2011-07-07
22 5 SHS MOTOROLA MOBILITY HLDGS	P	2009-11-30	2011-07-07
100 SHS PANASONIC CORP ADR	P	2007-08-16	2011-07-07
63 SHS VIACOM INC CL B NEW	P	2006-11-02	2011-07-07
10000 SHS CLAYTON WILLIAM 7 75%13	P	2009-02-19	2011-08-01
23 SHS MOTOROLA MOBILITY HLDGS	P	2011-03-04	2011-08-17
200 SHS SKECHERS U S A INC	P	2010-11-04	2011-09-13
15 SHS AMGEN INCORPORATED	P	2007-11-15	2011-10-18
80 SHS HEWLETT-PACKARD COMPANY	P	2011-05-31	2011-11-18
539 SHS ALEXNDRIA REAL 8 375%	P	2011-01-10	2011-11-30
11 SHS AMGEN INCORPORATED	P	2009-09-24	2011-12-14
78 SHS HOME RETAIL GROUP ADR	P	2011-03-10	2012-01-27
140 SHS SKECHERS USA INC	P	2010-11-04	2012-02-15
210 SHS TNT EXPRESS	P	2011-09-07	2012-02-23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
114 SHS GENWORTH FINANCIAL INC	P	2006-11-02	2012-02-23
68 SHS METLIFE INC	P	2008-10-09	2012-02-23
23 SHS NRG ENERGY INC NEW	P	2008-03-10	2012-02-23
10 SHS SEVEN & 1 HLDG CO	P	2009-04-13	2012-02-23
230 SHS CHECKPOINT SYSTEMS INC	P	2012-01-13	2012-02-24
8000 SHS MERCER INTL INC	P	2011-11-29	2012-02-24
1020 SHS DSP GROUP INC	P	2010-11-03	2012-02-24
20 SHS SKECHERS USA INC	P	2010-11-04	2012-02-24
25 SHS LINCOLN NATIONAL CORP	P	2011-02-02	2012-03-19
11 SHS GENWORTH FINANCIAL INC	P	2010-11-23	2012-04-23
740 SHS TRANSOCEAN INC NEW	P	2011-12-20	2012-04-30
130 SHS KINDER MORGAN ENERGY LP	P	2010-12-22	2012-05-18
34 SHS TOYOTA MOTOR CP	P	2010-09-09	2011-07-07
14 SHS CONOCOPHILLIPS	P	2009-11-16	2011-07-07
10 75 SHS MOTOROLA MOBILITY HLDGS	P	2010-02-01	2011-07-07
211 SHS PFIZER INCORPORATED	P	2010-03-30	2011-07-07
95 SHS VODAFONE GROUP NEW ADR	P	2006-11-02	2011-07-07
4000 SHS CLAYTON WILLIAM 7 75%13	P	2009-06-18	2011-08-01
15 SHS MOTOROLA MOBILITY HLDGS	P	2011-03-07	2011-08-17
8 SHS MOTOROLA MOBILITY HLDGS	P	2011-03-31	2011-09-14
5 SHS MOTOROLA SOLUTIONS INC	P	2009-02-10	2011-10-26
90 SHS HEWLETT-PACKARD COMPANY	P	2011-08-01	2011-11-18
170 SHS CBL & ASSOC PPTYS	P	2010-12-22	2011-11-30
41 SHS AMGEN INCORPORATED	P	2010-05-11	2011-12-14
5000 SHS GEOKINETICS HLDG	P	2010-12-17	2012-01-30
7 SHS TOYOTA MOTOR CP	P	2010-09-09	2012-02-16
63 SHS UBS AG NEW	P	2012-02-08	2012-02-23
148 SHS GENWORTH FINANCIAL INC	P	2008-01-09	2012-02-23
66 SHS MICROSOFT CORP	P	2006-11-02	2012-02-23
274 SHS OAO GAZPROM SPON ADR	P	2010-10-15	2012-02-23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
21 SHS SWISSCOM AG ADR	P	2006-11-06	2012-02-23
830 SHS COMPUWARE	P	2011-09-09	2012-02-24
1010 SHS SEACHANGE INTL INC	P	2011-03-02	2012-02-24
21000 SHS GAYLORD INTMT	P	2010-01-21	2012-02-24
160 SHS SKECHERS USA INC	P	2011-01-05	2012-02-24
8 SHS LINCOLN NATIONAL CORP	P	2011-02-02	2012-03-20
19 SHS GENWORTH FINANCIAL INC	P	2010-11-30	2012-04-23
200 SHS TRANSOCEAN INC NEW	P	2012-02-22	2012-04-30
250 SHS MCDONALD CORP	P	2010-12-22	2012-05-18
64 SHS A O N CORPORATION	P	2006-11-02	2011-07-07
67 SHS DAI NIPPON PRTG NEW	P	2006-12-04	2011-07-07
3 5714 SHS MOTOROLA SOLUTIONS INC	P	2008-01-02	2011-07-07
31 SHS PHILIP MORRIS INTL INC	P	2006-11-02	2011-07-07
16 SHS WACOAL HLDGS CORP ADR	P	2006-11-06	2011-07-07
1240 SHS GETTY REALTY CORP NEW	P	2010-12-22	2011-08-04
7 SHS MOTOROLA MOBILITY HLDGS	P	2011-03-03	2011-08-17
27 SHS MOTOROLA MOBILITY HLDGS	P	2011-04-01	2011-09-14
290 SHS MERCK & CO INC NEW	P	2011-02-24	2011-10-27
90 SHS HEWLETT-PACKARD COMPANY	P	2011-09-06	2011-11-18
570 SHS CLOROX COMPANY	P	2010-12-22	2011-11-30
24 SHS AMGEN INCORPORATED	P	2010-05-24	2011-12-14
15 SHS VIACOM INC	P	2006-11-02	2012-02-01
471 SHS TNT EXPRESS NV	P	2011-09-07	2012-02-17
28 SHS A O N CORPORATION	P	2006-11-02	2012-02-23
51 SHS GOLD FIELDS LTD NEW	P	2007-11-07	2012-02-23
1 SHS MICROSOFT CORP	P	2009-03-18	2012-02-23
9 SHS OCCIDENTAL PETE CORP	P	2010-03-29	2012-02-23
28 SHS TELECOM ITALIA NEW	P	2006-11-06	2012-02-23
430 SHS COMPUWARE	P	2011-09-23	2012-02-24
280 SHS SEACHANGE INTL INC	P	2012-01-31	2012-02-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
9000 SHS JB POINDEXTER	P	2010-10-14	2012-02-24
10000 SHS STONE ENERGY	P	2010-01-12	2012-02-24
25 SHS HARTFORD FINL SVCS GRP	P	2006-11-02	2012-03-21
10 SHS GENWORTH FINANCIAL INC	P	2009-03-18	2012-04-23
30 SHS PITNEY BOWES INC	P	2009-08-17	2012-05-04
310 SHS ONEOK PARTNERS LP	P	2010-12-22	2012-05-18
87 SHS ALUMINA LIMITED ADR	P	2010-05-16	2011-07-07
114 SHS GOLD FIELDS LTD NEW	P	2007-05-16	2011-07-07
40 4285 SHS MOTOROLA SOLUTIONS INC	P	2009-02-10	2011-07-07
46 SHS ROYAL DUTCH SHELL B	P	2006-11-02	2011-07-07
69 SHS WELLS FARGO & CO NEW	P	2006-11-02	2011-07-07
CASH IN LIEU - ARCTIC GLACIER INCOME	P	2011-08-08	2011-08-08
35 SHS MOTOROLA MOBILITY HLDGS	P	2011-03-31	2011-08-22
26 SHS MOTOROLA MOBILITY HLDGS	P	2011-04-01	2011-09-16
120 SHS MERCK & CO INC NEW	P	2011-03-17	2011-10-27
100 SHS AMERIGAS PARTNERS LP	P	2011-12-22	2011-11-28
470 SHS ECOLAB INC	P	2010-12-22	2011-11-30
15000 SHS TRANSOCEAN INC	P	2010-06-18	2011-12-16
7 SHS UNION PACIFIC CORP	P	2006-11-02	2012-02-02
100 SHS FRANCE TELECOM SA	P	2011-03-09	2012-02-22
21 SHS ANGLOGOLD ASHANTI	P	2008-07-10	2012-02-23
5 SHS GOLDMAN SACHS GROUP INC	P	2010-07-20	2012-02-23
4 4285 SHS MOTOROLA SOLUTIONS INC	P	2009-02-10	2012-02-23
2 SHS OCCIDENTAL PETE CORP	P	2010-03-30	2012-02-23
100 SHS TELECOM ITALIA NEW	P	2006-11-06	2012-02-23
280 SHS COMSTOCK RES INC NEW	P	2012-02-15	2012-02-24
290 SHS SIERRA WIRELESS INC	P	2011-11-22	2012-02-24
152 SHS QAD INC CL A	P	2006-12-18	2012-02-24
5000 SHS STONE ENERGY COR	P	2009-05-06	2012-02-24
4 1428 SHS MOTOROLA SOLUTIONS INC	P	2009-11-30	2012-03-23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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17 SHS GENWORTH FINANCIAL INC	P	2009-03-18	2012-04-24
11 SHS SEVEN & 1 HLDG CO	P	2009-04-13	2012-05-10
170 SHS PRAXAIR INC	P	2010-12-22	2012-05-18
23 SHS AMGEN INCORPORATED	P	2007-07-31	2011-07-07
27 SHS HALLIBURTON CO HLDG CO	P	2008-11-12	2011-07-07
84 SHS NEWCREST MINING ADR	P	2006-11-06	2011-07-07
95 SHS S K TELECOM LTD ADR	P	2008-04-24	2011-07-07
235 SHS CARDINAL HEALTH	P	2010-03-22	2011-07-11
370 SHS CISCO SYSTEMS INC	P	2010-11-17	2011-08-11
7 SHS BARRICK GOLD CORP	P	2008-09-16	2011-08-22
21 SHS SEVEN & 1 SHS HLDG CO ADR	P	2009-04-13	2011-09-30
32 SHS MOTOROLA SOLUTIONS INC	P	2009-02-10	2011-10-27
130 SHS BARD C R INCORPORATED	P	2010-12-22	2011-11-28
110 SHS ENTERPRISE PRD	P	2010-12-22	2011-11-30
12 SHS ANGLOGOLD ASHANTI ADR	P	2008-03-17	2011-12-16
10 SHS MOTOROLA SOLUTIONS INC	P	2009-02-10	2012-02-03
1590 SHS FRANCE TELECOM SA	P	2010-12-22	2012-02-22
12 SHS APACHE CORP	P	2006-12-27	2012-02-23
2 SHS GOLDMAN SACHS GROUP INC	P	2010-08-24	2012-02-23
13 5714 SHS MOTOROLA SOLUTIONS INC	P	2009-11-30	2012-02-23
29 SHS PERUSAHAAN PERSEROAN	P	2011-02-17	2012-02-23
16 SHS TIME WARNER INC NEW	P	2010-10-18	2012-02-23
16000 SHS COMSTOCK RES INC	P	2011-03-01	2012-02-24
140 SKECHERS USA INC	P	2011-06-01	2012-02-24
88 SHS QAD INC CL A	P	2008-11-12	2012-02-24
12000 SHS STONEMORE OPER	P	2011-02-07	2012-02-24
7 8571 SHS MOTOROLA SOLUTIONS INC	P	2010-02-01	2012-03-23
6 SHS GENWORTH FINANCIAL INC	P	2010-11-30	2012-04-25
2 SHS SEVEN & 1 HLDG CO	P	2009-06-05	2012-05-10
80 SHS SHERWIN WILLIAMS CO	P	2010-12-22	2012-05-18

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9 SHS AMGEN INCORPORATED	P	2007-08-01	2011-07-07
37 SHS HESS CORPORATION	P	2007-04-19	2011-07-07
33 SHS NEWMONT MINING CORP	P	2007-04-09	2011-07-07
3 SHS S K TELECOM LTD ADR	P	2008-06-09	2011-07-07
5 SHS LOCKHEED MARTIN CORP	P	2006-11-02	2011-07-13
200 SHS CISCO SYSTEMS INC	P	2010-12-09	2011-08-11
42 SHS BARRICK GOLD CORP	P	2009-07-28	2011-08-22
115 SHS ROWE T PRICE GROUP INC	P	2006-11-02	2011-10-03
130 SHS HEWLETT-PACKARD COMPANY	P	2011-05-31	2011-10-28
200 SHS BUCKEYE PARTNERS UTS L	P	2010-12-22	2011-11-28
100 SHS NATIONAL GRID PLC	P	2010-12-22	2011-11-30
14 SHS ANGLOGOLD ASHANTI ADR	P	2008-07-10	2011-12-16
10 SHS VIACOM INC CL B NEW	P	2006-11-02	2012-02-03
310 SHS TOWER GROUP INC	P	2011-03-23	2012-02-23
17 SHS ASTRAZENECA PLC	P	2010-05-05	2012-02-23
7 SHS GOLDMAN SACHS GROUP INC	P	2010-08-24	2012-02-23
99 SHS MS&AD INS GRP	P	2007-11-06	2012-02-23
39 SHS PFIZER INCORPORATED	P	2010-03-30	2012-02-23
15 SHS TOYOTA MOTOR CP	P	2010-09-09	2012-02-23
450 SHS DIGITAL GENERATION INC	P	2011-11-17	2012-02-24
1130 SHS TECUMSEH PRODUCTS	P	2011-04-13	2012-02-24
232 SHS QAD INC CL A	P	2009-01-08	2012-02-24
1640 SHS TELLABS INC	P	2010-11-17	2012-02-24
970 SHS BRANDYWINE RLTY	P	2010-12-22	2012-04-04
24 SHS GENWORTH FINANCIAL INC	P	2010-12-01	2012-04-25
90 SHS B&G FOODS INC	P	2011-06-09	2012-05-18
60 SHS AIR PROD & CHEMICALS INC	P	2008-11-06	2012-05-22
9 SHS AMGEN INCORPORATED	P	2007-11-15	2011-07-07
3 SHS HESS CORPORATION	P	2007-08-28	2011-07-07
6 SHS NIPPON TELE & TEL ADR	P	2006-11-02	2011-07-07

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(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)
54 SHS SANOFI ADR	P	2008-01-18	2011-07-07
33 SHS CONOCOPHILLIPS	P	2009-11-16	2011-07-14
200 SHS CISCO SYSTEMS INC	P	2011-02-10	2011-08-11
5 SHS MOTOROLA MOBILITY HLDGS	P	2011-03-31	2011-08-23
57 SHS SHISEIDO LTD SPON ADR	P	2006-11-06	2011-10-03
60 SHS VF CORPORATION	P	2007-12-14	2011-10-31
330 SHS GLAXOSMITHKLINE PLC	P	2010-12-22	2011-11-28
280 SHS SUNOCO LOGISTICS PTNR	P	2010-12-22	2011-11-30
10 SHS AMGEN INCORPORATED	P	2011-03-16	2011-12-20
8 SHS VIACOM INC CL B NEW	P	2006-11-02	2012-02-06
91 SHS CISCO SYSTEMS INC	P	2011-05-16	2012-02-23
39 SHS BARRICK GOLD CORP	P	2009-07-28	2012-02-23
38 SHS HALLIBURTON CO HLDG CO	P	2008-11-12	2012-02-23
1 SHS MS&AD INS GRP HLDGS	P	2007-11-26	2012-02-23
96 SHS PFIZER INCORPORATED	P	2010-04-14	2012-02-23
7 SHS UNION PACIFIC CORP	P	2006-11-02	2012-02-23
210 SHS DIGITAL GENERATION INC	P	2011-12-19	2012-02-24
340 SHS TECUMSEH PRODUCTS	P	2011-08-09	2012-02-24
160 SHS QAD INC CL A	P	2009-01-21	2012-02-24
1120 SHS TRANSACT TECH INC	P	2009-12-28	2012-02-24
83 SHS CAMECO CORP	P	2011-03-25	2012-04-11
1 SHS GENWORTH FINANCIAL INC	P	2010-12-01	2012-04-26
260 SHS SUBURBAN PROPANE	P	2011-08-04	2012-05-18
2000 SHS MARTIN MDSTRM	P	2011-01-26	2012-05-24
35 SHS ANGLOGOLD ASHANTI ADR	P	2008-03-17	2011-07-07
44 SHS INGERSOLL RAND	P	2006-11-28	2011-07-07
4 SHS NIPPON TELE & TEL ADR	P	2007-05-15	2011-07-07
8 SHS SANOFI ADR	P	2008-04-08	2011-07-07
25 SHS PITNEY BOWES INC	P	2007-12-17	2011-07-14
5 SHS LOCKHEED MARTIN CORP	P	2009-03-18	2011-08-12

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16 SHS ASTRAZENECA PLC ADR	P	2010-05-05	2011-08-23
71 SHS NIPPON TELE & TEL ADR	P	2007-06-12	2011-10-04
43 SHS AMGEN INCORPORATED	P	2007-11-15	2011-11-07
110 SHS HEINZ HJ CO	P	2010-12-22	2011-11-28
880 SHS TEEKAY LNG PARTNERS LP	P	2010-12-22	2011-11-30
285 SHS TELEFONICA SPON ADR	P	2009-06-29	2011-12-21
8 SHS MOTOROLA SOLUTIONS INC	P	2009-02-10	2012-02-07
97 SHS EAST JAPAN RAILWAY	P	2011-03-02	2012-02-23
11 SHS C V S CAREMARK CORP	P	2009-07-10	2012-02-23
105 SHS HARTFORD FINL SVCS GRP	P	2006-11-02	2012-02-23
7 SHS NEWCREST MINING ADR	P	2006-11-06	2012-02-23
7 SHS PHILIP MORRIS INTL INC	P	2006-11-02	2012-02-23
38 SHS UNUM GROUP	P	2010-05-26	2012-02-23
680 SHS DIGITAL GENERATION INC	P	2012-02-22	2012-02-24
260 SHS TECUMSEH PRODUCTS	P	2011-09-20	2012-02-24
432 SHS QAD INC CL A	P	2009-02-11	2012-02-24
160 SHS PLAINS ALL AMERN PPLN	P	2010-12-22	2012-02-24
970 SHS KILROY REALTY	P	2010-12-22	2012-04-16
14 SHS GENWORTH FINANCIAL INC	P	2010-12-02	2012-04-26
230 SHS AMERIGAS PARTNERS LP	P	2010-12-22	2012-05-18
CASH IN LIEU - KON PHILIPS ELEC NV	P	2011-05-28	2012-05-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
972		966	6
3,030		1,540	1,490
1,787		1,881	-94
2,040		2,083	-43
1,871		2,451	-580
148		263	-115
339		381	-42
365		246	119
191		225	-34
12,928		30,299	-17,371
8,480		7,700	780
25,956		27,548	-1,592
551		480	71
1,627		2,006	-379
979		1,958	-979
9,442		8,764	678
639		588	51
2,579		1,401	1,178
454		558	-104
1,469		1,198	271
3,009		2,444	565
1,354		2,068	-714
521		1,520	-999
6,301		7,338	-1,037
1,096		1,452	-356
1,006			1,006
13,559		13,070	489
17,324		19,898	-2,574
672		731	-59
1,010		532	478

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,135		1,221	-86
360		341	19
1,220		944	276
169		172	-3
2,162		1,512	650
39,413		34,579	4,834
924		1,154	-230
6,705		15,649	-8,944
8,550		6,696	1,854
479		426	53
1,715		594	1,121
1,169		1,639	-470
290		290	
513		486	27
1,781		2,201	-420
2,240		1,529	711
1,355		1,339	16
1,710		1,627	83
2,794		3,409	-615
2,804		3,622	-818
302		531	-229
911		646	265
192		203	-11
855		840	15
10,823		8,901	1,922
1,514		1,514	
672		729	-57
2,928		2,506	422
1,482		1,274	208
2,378		1,220	1,158

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,567		2,607	-40
472		472	
342		381	-39
7,060		7,071	-11
4,112		4,601	-489
3,796		8,813	-5,017
10,292		10,002	290
300		274	26
445		386	59
198		276	-78
348		332	16
1,956		3,662	-1,706
2,280		3,466	-1,186
450		800	-350
602		428	174
1,311		1,306	5
2,144		2,187	-43
6,087		4,877	1,210
796		1,067	-271
1,182		703	479
165		668	-503
1,539		1,538	1
13,342		8,833	4,509
19,418		17,028	2,390
1,230		1,249	-19
924		557	367
178		132	46
1,324		2,721	-1,397
773		551	222
79		87	-8

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
342		383	-41
783		842	-59
1,530		1,628	-98
34,870		33,412	1,458
4,827		4,780	47
659		621	38
855		872	-17
2,250		2,285	-35
686		536	150
1,398		1,985	-587
679		805	-126
623		614	9
588		918	-330
578		680	-102
8,599		9,738	-1,139
2,045		3,514	-1,469
549		558	-9
177		110	67
171		325	-154
80		206	-126
23,725		40,318	-16,593
1,901		1,435	466
1,188		860	328
2,078		1,670	408
604		428	176
2,144		1,646	498
1,810		1,404	406
1,021		859	162
683		388	295
23,696		24,521	-825

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
998		841	157
18,802		17,045	1,757
6,696		6,722	-26
180		168	12
3,263		3,371	-108
25,250		25,467	-217
686		554	132
587		818	-231
1,501		1,784	-283
307		141	166
1,978		2,043	-65
1,642		832	810
2,880		2,355	525
1,705		2,933	-1,228
1,482		1,476	6
396		261	135
868		1,638	-770
848			848
13,748		12,133	1,615
1,199		905	294
1,448		1,444	4
4,146		4,432	-286
1,097		692	405
107		85	22
3,296		1,407	1,889
2,675		1,886	789
556		398	158
4,886		5,029	-143
1,152		1,768	-616
11,000		11,039	-39

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,335		1,335	1,000
1,438		1,158	280
12,185		11,665	520
1,409		2,454	-1,045
274		221	53
1,019		1,575	-556
1,086		1,019	67
820		467	353
957		1,262	-305
7,160		7,546	-386
4,279		7,533	-3,254
9,129		9,055	74
6,232		9,171	-2,939
15,039		20,722	-5,683
83		164	-81
10,238		10,365	-127
13,732		11,320	2,412
1,650		1,514	136
1,290		1,118	172
2,172		1,640	532
222		131	91
287		399	-112
2,128		1,824	304
1,112		783	329
12,000		12,195	-195
1,138		1,150	-12
271		274	-3
4,000		4,065	-65
8,680		8,815	-135
599		620	-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,775		3,856	-1,081
1,420		1,635	-215
929		886	43
2,078		2,634	-556
2,220		1,460	760
787		1,906	-1,119
1,171		1,525	-354
4,866		4,894	-28
5,680		4,885	795
3,256		14,468	-11,212
2,432		3,679	-1,247
256		297	-41
46		117	-71
18,428		18,867	-439
28,071		20,694	7,377
147		128	19
612		418	194
511		613	-102
1,248		1,736	-488
3,292		2,434	858
10,000		6,504	3,496
870		610	260
3,196		4,002	-806
843		823	20
2,251		2,996	-745
13,720		13,878	-158
659		680	-21
480		998	-518
1,982		2,802	-820
2,663		1,833	830

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,062		3,749	-2,687
2,573		1,882	691
398		967	-569
556		429	127
2,543		2,491	52
8,129		8,085	44
6,628		7,145	-517
249		400	-151
661		743	-82
61		129	-68
36,827		29,531	7,296
10,296		9,100	1,196
2,876		2,386	490
1,071		762	309
244		232	12
4,277		3,645	632
2,547		2,454	93
4,000		2,985	1,015
567		414	153
299		197	102
214		80	134
2,533		3,148	-615
4,147		4,103	44
2,457		2,325	132
3,513		4,820	-1,307
561		491	70
882		912	-30
1,379		3,529	-2,150
2,062		1,898	164
3,471		2,945	526

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
826		737	89
7,211		6,367	844
7,159		9,160	-2,001
20,922		19,765	1,157
1,990		3,155	-1,165
200		238	-38
105		232	-127
9,953		9,841	112
22,676		19,263	3,413
3,306		2,198	1,108
780		985	-205
163		231	-68
2,135		1,335	800
997		995	2
27,157		39,211	-12,054
265		172	93
1,009		668	341
9,836		9,297	539
2,533		2,099	434
37,219		36,298	921
1,438		1,285	153
701		580	121
5,905		4,112	1,793
1,339		962	377
803		934	-131
31		17	14
926		769	157
248		717	-469
3,736		3,353	383
1,985		2,036	-51

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,960		8,946	14
10,251		9,896	355
556		2,167	-1,611
512		357	155
503		643	-140
17,261		12,210	5,051
812		483	329
1,699		1,972	-273
1,843		649	1,194
3,381		3,256	125
1,977		2,470	-493
1,315		861	454
980		644	336
4,070		3,799	271
4,339		4,898	-559
26,734		23,619	3,115
14,990		13,769	1,221
789		318	471
1,546		2,190	-644
901		536	365
573		734	-161
217		71	146
206		170	36
884		2,562	-1,678
4,324		3,973	351
2,204		1,923	281
2,099		1,520	579
4,998		2,075	2,923
204		135	69

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
887		606	281
649		472	177
18,020		16,252	1,768
1,328		1,326	2
1,460		477	983
3,486		1,564	1,922
1,602		2,112	-510
10,732		8,504	2,228
5,915		7,267	-1,352
362		195	167
1,183		901	282
1,478		514	964
10,961		12,136	-1,175
5,009		4,538	471
493		410	83
454		161	293
24,577		33,318	-8,741
1,305		798	507
229		291	-62
666		442	224
894		974	-80
590		511	79
15,109		16,125	-1,016
1,741		2,360	-619
1,215		531	684
11,176		12,655	-1,479
388		203	185
32		73	-41
118		95	23
9,270		6,722	2,548

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
520		519	1
2,793		2,085	708
1,820		1,442	378
51		64	-13
385		436	-51
3,197		3,928	-731
2,172		1,406	766
5,340		5,234	106
3,631		4,868	-1,237
12,711		13,353	-642
4,940		4,466	474
575		357	218
468		386	82
7,289		7,319	-30
759		734	25
803		1,021	-218
1,032		1,831	-799
820		674	146
1,247		1,053	194
4,756		6,562	-1,806
5,463		11,284	-5,821
3,204		1,067	2,137
6,581		10,758	-4,177
24,234		24,284	-50
128		303	-175
1,988		1,564	424
4,789		3,403	1,386
520		494	26
226		174	52
144		150	-6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,138		2,416	-278
2,563		1,795	768
3,197		3,855	-658
175		123	52
1,087		1,085	2
8,454		4,230	4,224
13,908		12,916	992
29,124		22,797	6,327
595		533	62
372		309	63
1,823		1,525	298
1,934		1,306	628
1,438		671	767
10		18	-8
2,017		1,641	376
770		318	452
2,220		2,470	-250
1,644		2,408	-764
2,210		558	1,652
7,636		7,337	299
1,641		2,613	-972
5		13	-8
10,581		11,570	-989
2,178		2,136	42
1,494		1,195	299
2,052		1,641	411
96		98	-2
317		308	9
545		939	-394
339		330	9

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
736		691	45
1,645		1,613	32
2,474		2,359	115
5,557		5,477	80
28,266		33,216	-4,950
4,805		6,541	-1,736
361		128	233
1,030		1,136	-106
474		340	134
2,154		9,102	-6,948
269		130	139
564		301	263
873		856	17
7,187		7,290	-103
1,257		2,095	-838
5,966		1,476	4,490
13,019		10,002	3,017
24,250		24,177	73
69		180	-111
8,810		11,265	-2,455
9			9

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			6
			1,490
			-94
			-43
			-580
			-115
			-42
			119
			-34
			-17,371
			780
			-1,592
			71
			-379
			-979
			678
			51
			1,178
			-104
			271
			565
			-714
			-999
			-1,037
			-356
			1,006
			489
			-2,574
			-59
			478

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-86
			19
			276
			-3
			650
			4,834
			-230
			-8,944
			1,854
			53
			1,121
			-470
			27
			-420
			711
			16
			83
			-615
			-818
			-229
			265
			-11
			15
			1,922
			-57
			422
			208
			1,158

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-40
			-39
			-11
			-489
			-5,017
			290
			26
			59
			-78
			16
			-1,706
			-1,186
			-350
			174
			5
			-43
			1,210
			-271
			479
			-503
			1
			4,509
			2,390
			-19
			367
			46
			-1,397
			222
			-8

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-41
			-59
			-98
			1,458
			47
			38
			-17
			-35
			150
			-587
			-126
			9
			-330
			-102
			-1,139
			-1,469
			-9
			67
			-154
			-126
			-16,593
			466
			328
			408
			176
			498
			406
			162
			295
			-825

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			157
			1,757
			-26
			12
			-108
			-217
			132
			-231
			-283
			166
			-65
			810
			525
			-1,228
			6
			135
			-770
			848
			1,615
			294
			4
			-286
			405
			22
			1,889
			789
			158
			-143
			-616
			-39

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,000
			280
			520
			-1,045
			53
			-556
			67
			353
			-305
			-386
			-3,254
			74
			-2,939
			-5,683
			-81
			-127
			2,412
			136
			172
			532
			91
			-112
			304
			329
			-195
			-12
			-3
			-65
			-135
			-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,081
			-215
			43
			-556
			760
			-1,119
			-354
			-28
			795
			-11,212
			-1,247
			-41
			-71
			-439
			7,377
			19
			194
			-102
			-488
			858
			3,496
			260
			-806
			20
			-745
			-158
			-21
			-518
			-820
			830

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-2,687
			691
			-569
			127
			52
			44
			-517
			-151
			-82
			-68
			7,296
			1,196
			490
			309
			12
			632
			93
			1,015
			153
			102
			134
			-615
			44
			132
			-1,307
			70
			-30
			-2,150
			164
			526

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			89
			844
			-2,001
			1,157
			-1,165
			-38
			-127
			112
			3,413
			1,108
			-205
			-68
			800
			2
			-12,054
			93
			341
			539
			434
			921
			153
			121
			1,793
			377
			-131
			14
			157
			-469
			383
			-51

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			14
			355
			-1,611
			155
			-140
			5,051
			329
			-273
			1,194
			125
			-493
			454
			336
			271
			-559
			3,115
			1,221
			471
			-644
			365
			-161
			146
			36
			-1,678
			351
			281
			579
			2,923
			69

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			281
			177
			1,768
			2
			983
			1,922
			-510
			2,228
			-1,352
			167
			282
			964
			-1,175
			471
			83
			293
			-8,741
			507
			-62
			224
			-80
			79
			-1,016
			-619
			684
			-1,479
			185
			-41
			23
			2,548

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1
			708
			378
			-13
			-51
			-731
			766
			106
			-1,237
			-642
			474
			218
			82
			-30
			25
			-218
			-799
			146
			194
			-1,806
			-5,821
			2,137
			-4,177
			-50
			-175
			424
			1,386
			26
			52
			-6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-278
			768
			-658
			52
			2
			4,224
			992
			6,327
			62
			63
			298
			628
			767
			-8
			376
			452
			-250
			-764
			1,652
			299
			-972
			-8
			-989
			42
			299
			411
			-2
			9
			-394
			9

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			45
			32
			115
			80
			-4,950
			-1,736
			233
			-106
			134
			-6,948
			139
			263
			17
			-103
			-838
			4,490
			3,017
			73
			-111
			-2,455
			9

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
BALL STATE UNIVERSITY2000 W UNIVERSITY AVE MUNCIE,IN 47306	NONE	TAX-EXEMPT	SCHOLARSHIPS	5,000
BOY SCOUTS - GREAT LAKES COUNCIL1776 W WARREN AVENUE DETROIT,MI 48208	NONE	TAX-EXEMPT	GENERAL FUND DONATION	5,000
CHILDREN'S MIRACLE NETWORK 2213 CHERRY STREET TOLEDO,OH 43608	NONE	TAX-EXEMPT	GENERAL DONATION	500
COMMUNITY BIBLE CHURCH7305 GRAND RIVER AVE SU BRIGHTON,MI 48114	NONE	TAX-EXEMPT	GENERAL FUND DONATION	5,000
FAMILY RESOURCE CENTER3471 E GRAND RIVER AVE HOWELL,MI 48843	NONE	TAX-EXEMPT	PROGRAM SUPPORT	25,000
GREAT COMMISSION AIRPO BOX 131374 ANN ARBOR,MI 481131374	NONE	TAX-EXEMPT	GENERAL FUND DONATION	5,000
GRACE COMMUNITY CHURCH 21001 MOROSS ROAD DETROIT,MI 48236	NONE	TAX-EXEMPT	MISSIONS TO CAMBODIA/THAILAND	1,000
FRIENDS OF SCOUTING-GREAT SAUK TRAI1979 HURON PARKWAY ANN ARBOR,MI 48104	NONE	TAX-EXEMPT	GENERAL FUND DONATION	5,000
HIDDEN SPRINGS CHURCH5860 N LATSON ROAD HOWELL,MI 48855	NONE	TAX-EXEMPT	FOOD PANTRY GRANT	6,000
HIDDEN SPRINGS CHURCH5860 N LATSON ROAD HOWELL,MI 48855	NONE	TAX-EXEMPT	GRANT PAYMENT	6,000
HIDDEN SPRINGS CHURCH5860 N LATSON ROAD HOWELL,MI 48855	NONE	TAX-EXEMPT	THANKSGIVING FOOD DRIVE	2,500
HIDDEN SPRINGS CHURCH5860 N LATSON ROAD HOWELL,MI 48855	NONE	TAX-EXEMPT	GRANT PAYMENT	6,000
HIDDEN SPRINGS CHURCH5860 N LATSON ROAD HOWELL,MI 48855	NONE	TAX-EXEMPT	GRANT PAYMENT	6,000
KALKASKA UNITED METHODIST CHURCH2525 BEEBE ROAD KALKASKA,MI 49646	NONE	TAX-EXEMPT	DONATION	300
KNIGHTS OF COLUMBUSPO BOX 707 FOWLerville,MI 48836	NONE	TAX-EXEMPT	FUNDRAISER SPONSOR	100
LIVINGSTON COUNTY COMMUNITY ALLIAN2020 E GRAND RIVER AVE HOWELL,MI 48843	NONE	TAX-EXEMPT	FUNDRAISER SPONSOR	500
MOST MINISTRIES4090 GEDDES ROAD ANN ARBOR,MI 48105	NONE	TAX-EXEMPT	MISSIONS	12,790
SCENIC TRAILS - KAMP KELLOGG 1499 BUSINESS PARK DRIVE TRAVERSE CITY,MI 49686	NONE	TAX-EXEMPT	MOWER	50,000
SCENIC TRAILS - KAMP KELLOGG 1499 BUSINESS PARK DRIVE TRAVERSE CITY,MI 49686	NONE	TAX-EXEMPT	SNOWBLOWER & PROPANE HEATER	415
SCENIC TRAILS - KAMP KELLOGG 1499 BUSINESS PARK DRIVE TRAVERSE CITY,MI 49686	NONE	TAX-EXEMPT	INSURANCE POLICY	165
SHEPHERD OF THE LAKES2101 S HACKER ROAD BRIGHTON,MI 48114	NONE	TAX-EXEMPT	GENERAL DONATION	8,000
SHEPHERD OF THE LAKES2101 S HACKER ROAD BRIGHTON,MI 48114	NONE	TAX-EXEMPT	GENERAL DONATION	8,000
SHEPHERD OF THE LAKES2101 S HACKER ROAD BRIGHTON,MI 48114	NONE	TAX-EXEMPT	GENERAL DONATION	8,000
ST AGNES CHURCH855 E GRAND RIVER FOWLerville,MI 48836	NONE	TAX-EXEMPT	DONATION	10,000
ST JOSEPH'S CHURCH440 E WASHINGTON HOWELL,MI 48843	NONE	TAX-EXEMPT	DONATION	10,000
THE FREEDOM CENTER2473 W SHIAWASSEE AVE FENTON,MI 48430	NONE	TAX-EXEMPT	MISSIONS	5,000
THE FREEDOM CENTER2473 W SHIAWASSEE AVE FENTON,MI 48430	NONE	TAX-EXEMPT	BUILDING FUND	5,000
THE FREEDOM CENTER2473 W SHIAWASSEE AVE FENTON,MI 48430	NONE	TAX-EXEMPT	WILDWOOD MISSION TRIP	2,000
TRIPLE R RANCH4101 E CLYDE ROAD HOWELL,MI 48855	NONE	TAX-EXEMPT	GENERAL FUND DONATION	3,000
TRIPLE R RANCH4101 E CLYDE ROAD HOWELL,MI 48855	NONE	TAX-EXEMPT	GENERAL FUND DONATION	3,450

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
ST PATRICK'S PARISH711 RICKETT ROAD BRIGHTON,MI 48116	NONE	TAX-EXEMPT	GENERAL DONATION	10,000
THE OVERCOMING LIGHT1220 SUGDEN LAKE ROAD WHITE LAKE,MI 48386	NONE	TAX-EXEMPT	INDIA MINISTRY	5,000
Total ▶ 3a				219,720

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
11 Other revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a FORMS K-1 - BOX 1	211110	-38,169			
b FORMS K-1 - BOX 3	531390	398			
c FORMS K-1 - BOX 10	211110	326			
d FORMS K-1 - BOX 11	900099	95			
e FORMS K-1 - BOX 13A	211110	-12			
f FORMS K-1 - BOX 13J	211110	-391			

Form

4562

Depreciation and Amortization
(Including Information on Listed Property)

OMB No 1545-0172

2011

Attachment
Sequence No 179

Department of the Treasury
Internal Revenue Service (99)

See separate instructions. Attach to your tax return.

Name(s) shown on return EDWARD AND JUNE KELLOGG FOUNDATION	Business or activity to which this form relates INDIRECT DEPRECIATION	Identifying number 30-0057241
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Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1 Maximum amount (see instructions)	1	500,000
2 Total cost of section 179 property placed in service (see instructions)	2	
3 Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4 Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5 Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost	
7 Listed property Enter the amount from line 29	7		
8 Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8		
9 Tentative deduction Enter the smaller of line 5 or line 8	9		
10 Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10		
11 Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11		
12 Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12		
13 Carryover of disallowed deduction to 2012 Add lines 9 and 10, less line 12	13		

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	245

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A		
17 MACRS deductions for assets placed in service in tax years beginning before 2011	17	
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B—Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (see instructions)

21 Listed property Enter amount from line 28	21	
22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	245
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V

Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)
Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A—Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? <input type="checkbox"/> Yes <input type="checkbox"/> No						24b If "Yes," is the evidence written? <input type="checkbox"/> Yes <input type="checkbox"/> No			
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation/ deduction	(i) Elected section 179 cost	
25Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)							25		
26 Property used more than 50% in a qualified business use									
		%							
		%							
		%							
27 Property used 50% or less in a qualified business use									
		%				S/L -			
		%				S/L -			
		%				S/L -			
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1						28			
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1							29		

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person
If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

30 Total business/investment miles driven during the year (do not include commuting miles)	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
31 Total commuting miles driven during the year												
32 Total other personal(noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions)

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		
Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles		

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2011 tax year (see instructions)					
43 Amortization of costs that began before your 2011 tax year				43	
44 Total. Add amounts in column (f) See the instructions for where to report				44	

TY 2011 Accounting Fees Schedule

Name: EDWARD AND JUNE KELLOGG FOUNDATION

EIN: 30-0057241

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BREDERNITZ WAGNER & CO , PC	4,210			2,000

TY 2011 Compensation Explanation**Name:** EDWARD AND JUNE KELLOGG FOUNDATION**EIN:** 30-0057241

Person Name	Explanation
THOMAS A KELLOGG	
RYAN KELLOGG	
SARAH TOTTINGHAM	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Depreciation Schedule

Name: EDWARD AND JUNE KELLOGG FOUNDATION

EIN: 30-0057241

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
LAPTOP COMPUTER	2007-07-01	881	617	S/L	5 0000	176			
LAPTOP COMPUTER	2011-08-31	413		S/L	5 0000	69			

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Gain/Loss from Sale of Other Assets Schedule

Name: EDWARD AND JUNE KELLOGG FOUNDATION

EIN: 30-0057241

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
ROUNDING ADJUSTMENT	2011-07	PURCHASE	2012-06			13			-13	
SHORT-TERM GAIN/LOSS FROM PASS- THROUGH ENTITY					2				2	
LONG-TERM GAIN/LOSS FROM PASS- THROUGH ENTITY					51				51	

TY 2011 Investments Corporate Bonds Schedule

Name: EDWARD AND JUNE KELLOGG FOUNDATION

EIN: 30-0057241

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ROUMELL ASSET MANAGEMENT - SEE SCHED		
HODGES/MASON CAPITAL - SEE SCHEDULE	436,774	436,774

**TY 2011 Investments Corporate
Stock Schedule****Name:** EDWARD AND JUNE KELLOGG FOUNDATION**EIN:** 30-0057241

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MASTER ACCOUNT - SEE SCHEDULE	52,964	52,964
ROUMELL ASSET MANAGEMENT - SEE SCHED		
THOMAS PARTNERS - SEE SCHEDULE	663,011	663,011
TRADEWINDS GLOBAL -SEE SCHED	327,793	327,793
HODGES/MASON CAPITAL - SEE SCHEDULE	2,303,549	2,303,549

TY 2011 Investments - Other Schedule**Name:** EDWARD AND JUNE KELLOGG FOUNDATION**EIN:** 30-0057241

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AMERIGAS PARTNERS LP	FMV	23,638	23,638
BREITBURN ENERGY PTR LP	FMV	36,808	36,808
BUCKEYE PARTNERS UTS LP	FMV	24,520	24,520
COMINAR REAL EST INVT	FMV	36,040	36,040
ENTERPRISE PRD PRTNRS PL	FMV	39,455	39,455
KINDER MORGAN ENERGY LP	FMV	25,931	25,931
ONEOK PARTNERS LP	FMV	21,500	21,500
PLAINS AMERN PPLN LP	FMV	24,243	24,243
REALTY INCOME COPR	FMV	51,795	51,795
SUBURBAN PROPANE PRT LO	FMV	31,365	31,365
SUNOCO LOGISTICS PTNR	FMV	27,203	27,203
TC PIPELINES LP	FMV	37,497	37,497
ZIONS CAP TR B 8.0%	FMV	14,267	14,267

TY 2011 Land, Etc. Schedule**Name:** EDWARD AND JUNE KELLOGG FOUNDATION**EIN:** 30-0057241

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
OFFICE EQUIPMENT	1,856	880	976	976
PONTIUS ROAD	158,813		158,813	150,800
ADAMS ROAD	467,000		467,000	467,000

TY 2011 Other Decreases Schedule

Name: EDWARD AND JUNE KELLOGG FOUNDATION

EIN: 30-0057241

Description	Amount
UNREAL. LOSS - JACKSON FINANCIAL	10,010
UNREAL. LOSS - RAM INVESTMENTS	11,556
UNREAL. LOSS - TRADEWINDS	76,769
UNREAL. LOSS - MASON CAPITAL	42,348

TY 2011 Other Expenses Schedule**Name:** EDWARD AND JUNE KELLOGG FOUNDATION**EIN:** 30-0057241

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INSURANCE	474	119		355
MEALS - FND	1,293			1,293
OFFICE SUPPLIES	70			35
OPERATING SUPPLIES	464			
LODGING	4,651			4,186
MAINTENANCE & UPKEEP	2,398			2,398
PUBLIC RELATIONS/COMMUNITY IN	557			557
MISCELLANEOUS	126			
DUES & MEMBERSHIPS	1,100			1,100
TRAVEL	4,198			3,778
CONFERENCES	2,030			1,015

TY 2011 Other Income Schedule**Name:** EDWARD AND JUNE KELLOGG FOUNDATION**EIN:** 30-0057241

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FORMS K-1 - BOX 1	-38,169		
FORMS K-1 - BOX 3	398		
FORMS K-1 - BOX 10	326		
FORMS K-1 - BOX 11	95		
FORMS K-1 - BOX 13A	-12		
FORMS K-1 - BOX 13J	-391		

TY 2011 Other Increases Schedule**Name:** EDWARD AND JUNE KELLOGG FOUNDATION**EIN:** 30-0057241

Description	Amount
UNREALIZED GAIN - TPI	24,831
NET FORMS K-1 ACTIVITY	36,411
ROUNDING ADJUSTMENT	2

TY 2011 Other Professional Fees Schedule

Name: EDWARD AND JUNE KELLOGG FOUNDATION

EIN: 30-0057241

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	43,644	43,664		
FORMS K-1 - BOX 13H - INVESTMENT	233	233		

TY 2011 Taxes Schedule**Name:** EDWARD AND JUNE KELLOGG FOUNDATION**EIN:** 30-0057241

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FED TAXES WITHHELD - FORM 2439				
PROPERTY TAXES	3,033	3,033		
FOREIGN TAXES PAID	4,516	4,516		
FORM 990PF - EXCISE TAX	4,326			
MICHIGAN ANNUAL FEE	20			

EDWARD AND JUNE KELLOGG FOUNDATION, INC.

EIN: 30-0057241

JUNE 30, 2012

SUPPORTING SCHEDULE

FORM 990PF, PART II, LINE 10b - Corporate Stock

NUMBER OF SHARES		DESCRIPTION	BEGINNING OF YEAR	END OF YEAR	BASIS OF VALUATION	FMV
BEGINNING OF YEAR	END OF YEAR					
MASTER ACCOUNT:						
500.000	500.000	KELLOGG COMPANY	27,660	24,665	MARKET	24,665
325.000	325.000	CISCO SYSTEMS	5,073	5,580	MARKET	5,580
350.000	350.000	SCHLUMBERGER LTD	30,240	22,719	MARKET	22,719
			<u>62,973</u>	<u>52,964</u>		<u>52,964</u>
ROUMELL ASSET MANAGEMENT ACCOUNT:						
360.000	-	AMER SAFTY INS HLDG LTDF	6,890	-	MARKET	-
890.000	-	AMERICAN SELECT PORT	9,630	-	MARKET	-
770.000	-	CISCO SYSTEMS INC	12,020	-	MARKET	-
1,450.000	-	DSP GROUP	12,615	-	MARKET	-
210.000	-	HEWLETT-PACKARD COMPANY	7,644	-	MARKET	-
410.000	-	MERCK & CO INC NEW	14,469	-	MARKET	-
1,064.000	-	QAD INC CL A	10,874	-	MARKET	-
266.000	-	QAD INC CL B	2,474	-	MARKET	-
1,010.000	-	SEACHANGE INTL INC	10,888	-	MARKET	-
1,140.000	-	SIERRA WIRELESS INC	13,327	-	MARKET	-
660.000	-	SKECHERS U S A INC CL A	9,557	-	MARKET	-
1,130.000	-	TECUMSEH PRODUCTS CL A	11,526	-	MARKET	-
1,640.000	-	TELLABS INC	7,560	-	MARKET	-
310.000	-	TOWER GROUP INC	7,384	-	MARKET	-
1,670.000	-	TRANSACT TECH INC	19,539	-	MARKET	-
			<u>156,397</u>	<u>-</u>		<u>-</u>
THOMAS PARTNERS:						
310.000	440.000	AT&T INC	9,737	15,690	MARKET	15,690
220.000	235.000	ABBOTT LABORATORIES	11,576	15,150	MARKET	15,150
60.000	-	AIR PROD & CHEMICALS INC	5,735	-	MARKET	-
350.000	445.000	ALTRIA GROUP	9,244	15,375	MARKET	15,375
200.000	250.000	AMERICAN EXPRESS COMPANY	10,340	14,553	MARKET	14,553
170.000	325.000	B C E INC	6,679	13,390	MARKET	13,390
100.000	175.000	BECTON DICKINSON & CO	8,617	13,081	MARKET	13,081
235.000	-	CARDINAL HEALTH	10,674	-	MARKET	-
155.000	155.000	CHEVRON CORPORATION	15,940	16,353	MARKET	16,353
200.000	200.000	CHUBB CORPORATION	12,522	14,564	MARKET	14,564
275.000	405.000	CINCINNATI FINANCIAL CP	8,025	15,418	MARKET	15,418
100.000	195.000	COCA COLA CO	6,729	15,247	MARKET	15,247
150.000	235.000	CULLEN FROST BANKERS	8,528	13,510	MARKET	13,510
140.000	180.000	DEERE & CO	11,543	14,557	MARKET	14,557
140.000	155.000	DIAGEO PLC NEW ADR	11,462	15,976	MARKET	15,976
-	290.000	DUPONT E I DE NEMOUR&CO	-	14,665	MARKET	14,665
250.000	295.000	EMERSON ELECTRIC CO	14,063	13,741	MARKET	13,741
388.390	501.624	ENBRIDGE ENERGY MGMT	12,001	16,037	MARKET	16,037
75.000	135.000	EXXON MOBIL CORP	6,104	11,552	MARKET	11,552
380.000	380.000	GALLAGHER ARTHUR J. & CO	10,845	13,327	MARKET	13,327

EDWARD AND JUNE KELLOGG FOUNDATION, INC.

EIN: 30-0057241

JUNE 30, 2012

SUPPORTING SCHEDULE

FORM 990PF, PART II, LINE 10b - Corporate Stock

NUMBER OF SHARES		DESCRIPTION	BEGINNING OF YEAR	END OF YEAR	BASIS OF VALUATION	FMV
BEGINNING OF YEAR	END OF YEAR					
145.000	185.000	GENERAL DYNAMICS COPRA	10,805	12,203	MARKET	12,203
245.000	265.000	GENUINE PARTS CO	13,328	15,966	MARKET	15,966
285.000	550.000	INTEL CORP	6,316	14,658	MARKET	14,658
75.000	75.000	INTL BUSINESS MACHINES	12,866	14,669	MARKET	14,669
155.000	205.000	JOHNSON & JOHNSON	10,311	13,850	MARKET	13,850
235.000	410.000	JP MORGAN EXCH TRADED NT	8,726	15,892	MARKET	15,892
190.000	190.000	KIMBERLY-CLARK CORP	12,646	15,916	MARKET	15,916
234.251	250.191	KINDER MORGAN MGMT LLC	15,365	18,369	MARKET	18,369
218.000	503.000	KON PHILIPS ELE NV NEWF	5,598	9,894	MARKET	9,894
200.000	455.000	MICROSOFT CORP	5,200	13,918	MARKET	13,918
170.000	245.000	NOVARTIS A G SPON ADR	10,389	13,696	MARKET	13,696
-	275.000	OMNICOM GROUP INC	-	13,365	MARKET	13,365
195.000	425.000	PAYCHEX INC	5,990	13,349	MARKET	13,349
130.000	165.000	PHILP MORRIS INTL	8,680	14,398	MARKET	14,398
100.000	160.000	P P G INDUSTRIES	9,079	16,979	MARKET	16,979
165.000	210.000	PROCTER & GAMBLE	10,489	12,863	MARKET	12,863
250.000	320.000	REYNOLDS AMERICAN INC	9,263	14,358	MARKET	14,358
115.000	-	ROWE T PRICE GROUP INC	6,939	-	MARKET	-
55.000	135.000	SIEMENS A G ADR	7,564	11,349	MARKET	11,349
-	355.000	STAPLES INC	-	4,633	MARKET	4,633
300.000	460.000	SYSCO CORPORATION	9,354	13,713	MARKET	13,713
130.000	155.000	3M COMPANY	12,331	13,888	MARKET	13,888
285.000	-	TELEFONICA SPON ADR	6,980	-	MARKET	-
260.000	260.000	THE SOUTHERN COMPANY	10,499	12,038	MARKET	12,038
560.000	560.000	TORTOISE EGY INFRASTRUCTURE	21,281	22,344	MARKET	22,344
100.000	285.000	TOTAL S A ADR	5,784	12,811	MARKET	12,811
70.000	175.000	UNITED PARCEL SERVICE	5,105	13,783	MARKET	13,783
75.000	175.000	UNITED TECHNOLOGIES	6,638	13,218	MARKET	13,218
130.000	95.000	VF CORPORATION	14,113	12,678	MARKET	12,678
270.000	270.000	VERIZON COMMUNICATIONS	10,052	11,999	MARKET	11,999
325.000	420.000	WASTE MANAGEMENT INC DEL	12,113	14,028	MARKET	14,028
			<u>474,168</u>	<u>663,011</u>		<u>663,011</u>

TRADEWINDS GLOBAL:

-	1,944.000	AGEAS ADR	-	3,694	MARKET	3,694
621.000	765.000	ALUMINA LIMITED	5,713	2,517	MARKET	2,517
260.000	-	AMGEN INCORPORATED	15,171	-	MARKET	-
-	145.000	AMERICAN INTL GROUP NEW	-	4,653	MARKET	4,653
212.000	130.000	ANGLOGOLD ASHANTI	8,923	4,464	MARKET	4,464
210.000	118.000	AON CORPORATION	10,773	5,520	MARKET	5,520
116.000	72.000	APACHE CORP	14,313	6,328	MARKET	6,328
258.000	167.000	ASTRAZENECA PLC ADR	12,918	7,473	MARKET	7,473
236.000	151.000	BARRICK GOLD CORP	10,688	5,673	MARKET	5,673
-	161.000	BEST BUY INC	-	3,375	MARKET	3,375
825.000	279.000	CA INC	18,843	7,558	MARKET	7,558

EDWARD AND JUNE KELLOGG FOUNDATION, INC.

EIN: 30-0057241

JUNE 30, 2012

SUPPORTING SCHEDULE

FORM 990PF, PART II, LINE 10b - Corporate Stock

NUMBER OF SHARES		DESCRIPTION	BEGINNING OF YEAR	END OF YEAR	BASIS OF VALUATION	FMV
BEGINNING OF YEAR	END OF YEAR					
203.000	268.000	CAMECO CORP	5,349	5,883	MARKET	5,883
1,345.000	1,806.000	CARREFOUR SA ADR	11,115	6,303	MARKET	6,303
280.000	326.000	CISCO SYSTEMS INC	4,371	5,597	MARKET	5,597
228.000	177.000	CITIGROUP INC	9,494	4,852	MARKET	4,852
55.000	-	CONOCOPHILLIPS	4,135	-	MARKET	-
172.000	107.000	CVS CAREMARK CORP	6,464	5,000	MARKET	5,000
926.000	724.000	DAI NIPPON PRTG	10,354	5,604	MARKET	5,604
273.000	176.000	EAST JAPAN RAILWAY ADR F	2,597	1,829	MARKET	1,829
400.000	345.000	ELETROBRAS ADR	5,400	2,425	MARKET	2,425
1,479.000	2,787.000	FINMECCANICA SPA ADR	8,947	5,407	MARKET	5,407
267.000	226.000	FUJIFILM HLDGS CORP	8,262	4,249	MARKET	4,249
180.000	181.000	GENERAL MOTORLS CO	5,465	3,569	MARKET	3,569
580.000	-	GENWORTH FINANCIAL INC	5,962	-	MARKET	-
536.000	295.000	GOLD FIELDS LTD	7,820	3,779	MARKET	3,779
45.000	33.000	GOLDMAN SACHS GROUP INC	5,989	3,163	MARKET	3,163
74.000	98.000	HALLIBURTON CO HLDG CO	3,774	2,782	MARKET	2,782
213.000	248.000	HARTFORD FINL SVCS GRP	5,617	4,372	MARKET	4,372
113.000	-	HESS CORPORATION	8,448	-	MARKET	-
-	199.000	HEWLETT-PACKARD COMPANY	-	4,002	MARKET	4,002
511.000	648.000	HOME RETAIL GROUP ADR F	5,372	3,376	MARKET	3,376
-	550.000	I N G GROEP N V ADR F	-	3,674	MARKET	3,674
153.000	93.000	INGERSOLL RAND CO	6,948	3,923	MARKET	3,923
185.000	138.000	JPMORGAN CHASE & CO	7,574	4,931	MARKET	4,931
560.000	793.000	KINROSS GOLD CORP	8,848	6,463	MARKET	6,463
653.000	340.000	KOREA ELEC POWER CP	8,665	3,801	MARKET	3,801
214.000	69.000	LINCOLN NATIONAL CORP	6,097	1,509	MARKET	1,509
64.000	-	LOCKHEED MARTIN CORP	5,182	-	MARKET	-
184.000	121.000	LOEWS CORPORATION	7,745	4,950	MARKET	4,950
128.000	207.000	MERCK & CO INC	4,517	8,642	MARKET	8,642
225.000	174.000	METLIFE INC	9,871	5,368	MARKET	5,368
163.000	180.000	MICROSOFT CORP	4,238	5,506	MARKET	5,506
-	53.000	MOSAIC CO NEW	-	2,902	MARKET	2,902
289.000	-	MOTOROLA MOBILITY HLDGS	6,370	-	MARKET	-
199.000	-	MOTOROLA SOLUTIONS INC	9,162	-	MARKET	-
549.000	531.000	MS&AD INS GRP HLDS	6,376	4,604	MARKET	4,604
266.000	260.000	NEWCREST MINING	10,739	6,120	MARKET	6,120
102.000	88.000	NEWMONT MINING	5,505	4,269	MARKET	4,269
221.000	197.000	NINTENDO LTD ADR	5,155	2,860	MARKET	2,860
530.000	322.000	NIPPON TELEX & TEL	12,815	7,451	MARKET	7,451
81.000	44.000	NOBLE ENERGY INC	7,260	3,732	MARKET	3,732
1,384.000	1,032.000	NOKIA CORP SPON ADR	8,885	2,136	MARKET	2,136
151.000	128.000	NRG ENERGY INC	3,712	2,222	MARKET	2,222
418.000	793.000	OAO GAZPROM SPON ADR	6,090	7,534	MARKET	7,534
68.000	36.000	OCCIDENTAL PETE CORP	7,075	3,088	MARKET	3,088
-	82.000	PACCAR INC	-	3,214	MARKET	3,214
526.000	403.000	PANASONIC CORP ADR	6,438	3,264	MARKET	3,264

EDWARD AND JUNE KELLOGG FOUNDATION, INC.

EIN: 30-0057241

JUNE 30, 2012

SUPPORTING SCHEDULE

FORM 990PF, PART II, LINE 10b - Corporate Stock

NUMBER OF SHARES		DESCRIPTION	BEGINNING OF YEAR	END OF YEAR	BASIS OF VALUATION	FMV
BEGINNING OF YEAR	END OF YEAR					
193.000	51.000	PERUSAHAAN PERSEROAN	6,659	1,776	MARKET	1,776
882.000	399.000	PFIZER INCORPORATED	18,169	9,177	MARKET	9,177
104.000	35.000	PHILIP MORRIS INTL	6,944	3,054	MARKET	3,054
171.000	181.000	PITNEY BOWES INC	3,931	2,710	MARKET	2,710
-	1,126.000	POLYUS GOLD INTL GDR F	-	3,581	MARKET	3,581
77.000	66.000	RAYTHEON COMPANY	3,838	3,735	MARKET	3,735
149.000	-	ROYAL DUTCH SHELL	10,691	-	MARKET	-
317.000	202.000	SANOFI ADR	12,734	7,632	MARKET	7,632
1,137.000	567.000	SEKISUI HOMES SPONS	10,503	5,307	MARKET	5,307
136.000	70.000	SEVEN & 1 HLDG CO	7,265	4,204	MARKET	4,204
473.000	279.000	SHISEIDO LTD SPON	8,779	4,378	MARKET	4,378
548.000	407.000	SK TELECOM LTD	10,248	4,925	MARKET	4,925
471.000	-	SOCIETE GENRALE SPN	5,589	-	MARKET	-
111.000	-	SUNCOR ENERGY INC	4,340	-	MARKET	-
179.000	118.000	SWISSCOM AG ADR	8,195	4,727	MARKET	4,727
759.000	631.000	TELECOM ITALIA NEW	8,835	5,067	MARKET	5,067
176.000	121.000	TIME WARNER INC NEW	6,401	4,659	MARKET	4,659
124.000	68.000	TOYOTA MOTOR CP ADR NEWF	10,220	5,473	MARKET	5,473
-	266.000	UBS AG NEW F	-	3,115	MARKET	3,115
79.000	34.000	UNION PACIFIC CORP	8,248	4,057	MARKET	4,057
321.000	202.000	UNUM GROUP	8,179	3,864	MARKET	3,864
276.000	139.000	VIACOM INC	14,076	6,536	MARKET	6,536
331.000	173.000	VODAFONE GROUP NEW	8,844	4,875	MARKET	4,875
97.000	60.000	WACOAL HLDGS CORP	6,039	3,546	MARKET	3,546
315.000	173.000	WELLS FARGO & CO	8,839	5,785	MARKET	5,785
			<u>585,110</u>	<u>327,793</u>		<u>327,793</u>

HODGES/MASON CAPITAL:

310.000	220.000	AIR PROD & CHEMICALS INC	29,630	17,761	MARKET	17,761
880.000	-	ALEXNDRIA REAL 8.375% PFD	22,739	-	MARKET	-
910.000	-	AMERIGAS PARTNERS LP	40,977	-	MARKET	-
430.000	430.000	ANADARKO PETROLEUM CORP	33,007	28,466	MARKET	28,466
620.000	470.000	APTARGROUP INC	32,451	23,994	MARKET	23,994
660.000	660.000	AUTO DATA PROCESSING	34,769	36,736	MARKET	36,736
-	1,155.000	AVERY DENNISON CORP	-	31,578	MARKET	31,578
1,190.000	980.000	B&G FOODS INC	24,538	26,068	MARKET	26,068
530.000	400.000	BARD C R INCORPORATED	58,226	42,976	MARKET	42,976
1,130.000	1,420.000	BEMIS CO INC	38,171	44,503	MARKET	44,503
1,080.000	1,180.000	BRADY CORPORATION CL A	34,625	32,462	MARKET	32,462
970.000	990.000	BRANDYWINE RLTY 7 50% PFD	24,396	25,027	MARKET	25,027
670.000	-	BUCKEYE PARTNERS UTS LP	43,255	-	MARKET	-
1,370.000	1,200.000	CBL & ASSOC PPTYS PFD	34,346	30,576	MARKET	30,576
1,170.000	1,104.000	CEDAR SHOPPING 8.875% PFD	29,367	28,109	MARKET	28,109
980.000	730.000	CHURCH & DWIGHT CO INC	39,729	40,493	MARKET	40,493

EDWARD AND JUNE KELLOGG FOUNDATION, INC.

EIN: 30-0057241

JUNE 30, 2012

SUPPORTING SCHEDULE

FORM 990PF, PART II, LINE 10b - Corporate Stock

NUMBER OF SHARES		DESCRIPTION	BEGINNING OF YEAR	END OF YEAR	BASIS OF VALUATION	FMV
BEGINNING OF YEAR	END OF YEAR					
570.000	-	CLOROX COMPANY	38,441	-	MARKET	-
330.000	450.000	COLGATE-PALMOLIVE CO	28,845	46,845	MARKET	46,845
1,540.000	-	COMINAR REAL EST INVT	35,137	-	MARKET	-
-	500.000	COMWLTH BK OF AUSTRALIAF	-	27,215	MARKET	27,215
1,170.000	1,200.000	CP OFFICE PPTYS 7.5% PFD	29,484	30,000	MARKET	30,000
1,320.000	-	DPL INC	39,811	-	MARKET	-
1,200.000	1,200.000	DUPONT FABROS TECHN PFD	30,360	31,392	MARKET	31,392
790.000	320.000	ECOLAB INC	44,540	21,930	MARKET	21,930
530.000	690.000	EMERSON ELECTRIC CO	29,813	32,140	MARKET	32,140
880.000	-	ENTERPRISE PRD PRTNRS LP	38,025	-	MARKET	-
1,540.000	-	FERRELLGAS PARTNERS LP	34,758	-	MARKET	-
1,220.000	1,220.000	FIRST INDL 7.25% J PFD	29,414	29,585	MARKET	29,585
1,120.000	1,120.000	FIRST POTOMAC RLTY PDF A	28,381	28,325	MARKET	28,325
600.000	760.000	FISERV INC	37,578	54,887	MARKET	54,887
1,690.000	-	FRANCE TELECOM SA ADR F	35,980	-	MARKET	-
790.000	1,240.000	GENERAL MILLS INC	29,404	47,790	MARKET	47,790
1,240.000	-	GETTY REALTY CORP NEW	31,285	-	MARKET	-
1,000.000	1,000.000	GLADSTONE COML 7.50% PFD	24,940	25,000	MARKET	25,000
1,110.000	470.000	GLAXOSMITHKLINE PLC ADRF	47,619	21,418	MARKET	21,418
970.000	-	GMX RES INC 9.25% PFD	22,999	-	MARKET	-
1,010.000	730.000	GRACO INCORPORATED	51,167	33,638	MARKET	33,638
260.000	110.000	GRAINGER W W INC	39,949	21,036	MARKET	21,036
1,440.000	1,850.000	HEINEKEN NV ADR	43,290	48,359	MARKET	48,359
770.000	660.000	HEINZ H J CO	41,026	35,891	MARKET	35,891
-	1,090.000	HORMEL FOODS CORP	-	33,158	MARKET	33,158
440.000	620.000	INFOSYS LTD SPON ADR	28,701	27,937	MARKET	27,937
-	1,490.000	I T T CORPORATION NEW	-	26,224	MARKET	26,224
710.000	710.000	JACOBS ENGINEERING GROUP	30,708	26,881	MARKET	26,881
970.000	970.000	KILROY REALTY 7.8% PFD	24,638	25,133	MARKET	25,133
-	490.000	KIMBERLY-CLARK CORP	-	41,047	MARKET	41,047
880.000	1,380.000	KIMCO REALTY CORP PFD	22,933	35,397	MARKET	35,397
570.000	-	KINDER MORGAN ENERGY LP	41,382	-	MARKET	-
1,270.000	1,270.000	KITE RLTY GROUP TR PFD	31,826	32,385	MARKET	32,385
1,540.000	-	LOGITECH INTL SA NEW F	17,310	-	MARKET	-
640.000	1,200.000	MARATHON OIL CORP	33,715	30,684	MARKET	30,684
-	550.000	MARATHON PETE CORP	-	24,706	MARKET	24,706
660.000	720.000	MCCORMICK & CO INC	32,716	43,668	MARKET	43,668
400.000	220.000	MC DONALDS CORP	33,728	19,477	MARKET	19,477
830.000	-	MECHEL OAO ADR	19,829	-	MARKET	-
190.000	190.000	METTLER TOLEDO INTL INCF	32,047	29,612	MARKET	29,612
790.000	870.000	NATIONAL GRID PLC ADR F	39,050	46,101	MARKET	46,101
420.000	420.000	NORFOLK SOUTHER CORP	31,471	30,143	MARKET	30,143
660.000	910.000	NOVARTIS A G SPON ADR F	40,333	50,869	MARKET	50,869
660.000	810.000	OMNICOM GROUP INC	31,786	39,366	MARKET	39,366
440.000	-	ONEOK PARTNERS LP	37,532	-	MARKET	-
1,100.000	-	PS BUS PK 7.375% DEP SH	27,720	-	MARKET	-

EDWARD AND JUNE KELLOGG FOUNDATION, INC.

EIN: 30-0057241

JUNE 30, 2012

SUPPORTING SCHEDULE

FORM 990PF, PART II, LINE 10b - Corporate Stock

NUMBER OF SHARES		DESCRIPTION	BEGINNING OF YEAR	END OF YEAR	BASIS OF VALUATION	FMV
BEGINNING OF YEAR	END OF YEAR					
-	2,620.000	PAA NATURAL GAS STORAGE	-	46,819	MARKET	46,819
-	550.000	PARKER-HANNIFIN CORP	-	42,284	MARKET	42,284
1,010.000	1,350.000	PARKWAY PPTYS INC 8% PFD	25,301	33,818	MARKET	33,818
1,150.000	1,600.000	PAYCHEX INC	35,328	50,256	MARKET	50,256
490.000	1,130.000	PEABODY CORP	28,866	27,708	MARKET	27,708
260.000	-	PETROCHINA CO ADR	37,968	-	MARKET	-
620.000	-	PLAINS ALL AMERN PPLN LP	39,680	-	MARKET	-
400.000	180.000	PRAXAIR INC	43,356	19,571	MARKET	19,571
1,760.000	880.000	PRIMARUS RETAIL REIT	38,388	20,259	MARKET	20,259
890.000	890.000	PROSPERITY BANCSHARES	39,000	37,407	MARKET	37,407
-	44,460.000	ROUNDYS INC	-	45,537	MARKET	45,537
1,010.000	1,010.000	SAUL CENTERS INC A PFD	25,896	26,098	MARKET	26,098
180.000	730.000	SCHNEIDER ELEC SA ORD F	30,064	40,512	MARKET	40,512
490.000	330.000	SHERWIN WILLIAMS CO	41,096	43,676	MARKET	43,676
810.000	980.000	STATE STREET CORP	36,523	43,747	MARKET	43,747
530.000	-	SUNOCO LOGISTICS PTNR LP	45,660	-	MARKET	-
670.000	-	T C PIPELINES LP	32,006	-	MARKET	-
880.000	-	TEEKAY LNG PARTNERS LP F	32,551	-	MARKET	-
400.000	610.000	TORONTO DOMINION BANK	33,960	47,720	MARKET	47,720
660.000	660.000	TOTAL SA ADR	38,174	29,667	MARKET	29,667
1,550.000	1,600.000	TULLOW OIL PLC NEW ORD	30,832	36,865	MARKET	36,865
1,000.000	1,000.000	UMH PPTYS 8.25% PFD	26,300	25,900	MARKET	25,900
1,010.000	1,010.000	URSTADT BIDDLE 7.5% PFD	25,957	25,856	MARKET	25,856
1,010.000	1,010.000	VORNADO REALTY 6.625% PFD	25,139	25,947	MARKET	25,947
410.000	410.000	WEIGHT WATCHERS INTL INC	30,943	21,140	MARKET	21,140
1,370.000	1,370.000	WEINGARTEN RLTY 6.5% PFD	34,182	34,935	MARKET	34,935
-	850.000	WILEY JOHN & SON CL A	-	41,642	MARKET	41,642
-	1,160.000	XYLEM INC	-	29,197	MARKET	29,197
1,010.000	-	ZIONS BANCORP DEP SHS	27,013	-	MARKET	-
			<u>2,694,080</u>	<u>2,303,549</u>		<u>2,303,549</u>
GRAND TOTAL - ALL INVESTMENT ACCOUNTS			<u>3,972,728</u>	<u>3,347,317</u>		<u>3,347,317</u>

EDWARD AND JUNE KELLOGG FOUNDATION, INC.
 EIN: 30-0057241
 JUNE 30, 2012

SUPPORTING SCHEDULE
 FORM 990PF, PART II, LINE 10c - Corporate Bonds

NUMBER OF SHARES		DESCRIPTION	BEGINNING OF YEAR	END OF YEAR	BASIS OF VALUATION	FMV
BEGINNING OF YEAR	END OF YEAR					
ROUMELL ASSET MANAGEMENT ACCOUNT:						
14,000.000	-	ARCTIC GLACIER 6.5%	13,127	-	MARKET	-
14,000.000	-	CLAYTON WILLIAM 7.75%	14,000	-	MARKET	-
16,000.000	-	COMSTOCK RES	16,120	-	MARKET	-
21,000.000	-	GAYLORD ENTMT 6.75%	21,263	-	MARKET	-
9,000.000	-	GEOKINETICS HLDG 9.75%	8,629	-	MARKET	-
9,000.000	-	JB POINDEXTER 8.75%	9,090	-	MARKET	-
15,000.000	-	O'CHARLEY'S INC 9%	15,000	-	MARKET	-
10,000.000	-	STONE ENERGY COR 8.625%	10,225	-	MARKET	-
5,000.000	-	STONE ENERGY COR 6.75%	4,850	-	MARKET	-
12,000.000	-	STONEMORE OPER 10.25%	11,955	-	MARKET	-
12,000.000	-	SUPERVALU 7.5%	12,060	-	MARKET	-
15,000.000	-	TRANSOCEAN INC 1.5%	14,979	-	MARKET	-
			151,298	-		-

HODGES/MASON CAPITAL:

26,000.000	27,000.000	DEAN FOODS CO 6.9%	25,350	28,215	MARKET	28,215
27,000.000	28,000.000	EDISON MISSION 7.5%	27,135	16,940	MARKET	16,940
26,000.000	58,000.000	ENTERPRISE PROD FLT 2067	25,593	57,855	MARKET	57,855
22,000.000	22,000.000	GIBRALTAR INDS 8.0%	22,193	22,495	MARKET	22,495
22,000.000	21,000.000	MARTIN MDSTRM 8.875%	22,770	21,210	MARKET	21,210
27,000.000	28,000.000	PATRIOT COAL CRP 8.25%	27,979	9,800	MARKET	9,800
23,000.000	23,000.000	PENN VA CORP 10.375%	25,185	21,850	MARKET	21,850
18,000.000	-	RENTAL SERVICE 9.5%	18,540	-	MARKET	-
12,000.000	-	SONIC AUTOMOTIV 8.625%	12,120	-	MARKET	-
27,000.000	28,000.000	SUPERVALU INC 8%	27,608	28,420	MARKET	28,420
22,000.000	23,000.000	TENNECO PKG PTV 8.125%	21,670	20,901	MARKET	20,901
22,000.000	22,000.000	TESORO 6.5%	22,385	22,605	MARKET	22,605
-	29,000.000	ARCH COAL 8.75%	-	27,840	MARKET	27,840
-	20,000.000	BREITBURN ENERGY 8.625%	-	21,150	MARKET	21,150
-	29,000.000	CENTRAL GARDEN 8.25%	-	29,145	MARKET	29,145
-	30,000.000	FERRELL GAS 8.625%	-	26,550	MARKET	26,550
-	37,000.000	EDUCATION MGMT 8.75%	-	32,838	MARKET	32,838
-	27,000.000	INVERNESS MED 7.875%	-	27,675	MARKET	27,675
-	22,000.000	SUNCOKE ENERGY 7.625%	-	21,285	MARKET	21,285
			<u>278,528</u>	<u>436,774</u>		<u>436,774</u>

GRAND TOTAL - ALL INVESTMENT ACCOUNTS

<u>429,826</u>	<u>436,774</u>	<u>436,774</u>
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