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 JUL 1, 2011 , **and ending** JUN 30, 2012

Name of foundation: M. E. RAKER FOUNDATION, INC.

A Employer identification number 31-1040474

Number and street (or P O box number if mail is not delivered to street address): 6207 CONSTITUTION DR — Room/suite:

B Telephone number (260)436-2182

City or town, state, and ZIP code: FORT WAYNE, IN 46804

C If exemption application is pending, check here ☐

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

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

I Fair market value of all assets at end of year (*from Part II, col (c), line 16*) ▶$ 9,301,607.

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

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))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	257,692.	257,692.		Statement 1
	5a Gross rents	18,000.	18,000.		Statement 2
	b Net rental income or (loss) 18,000.				
	6a Net gain or (loss) from sale of assets not on line 10	255,063.			
	b Gross sales price for all assets on line 6a 1,971,666.				
	7 Capital gain net income (from Part IV, line 2)		255,063.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	15.	15.		Statement 3
	12 **Total.** Add lines 1 through 11	530,770.	530,770.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	73,000.	28,000.		45,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees Stmt 4	1,475.	988.		487.
	b Accounting fees Stmt 5	7,693.	5,154.		2,539.
	c Other professional fees Stmt 6	39,222.	39,222.		0.
	17 Interest				
	18 Taxes Stmt 7	12,274.	1,846.		4,050.
	19 Depreciation and depletion	5,650.	5,650.		
	20 Occupancy	1,889.	1,700.		189.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses Stmt 8	5,196.	3,117.		2,079.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	146,399.	85,677.		54,344.
	25 Contributions, gifts, grants paid	383,000.			383,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	529,399.	85,677.		437,344.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,371.			
	b **Net investment income** (if negative, enter -0-)		445,093.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	10,144.	22,597.	22,597.
	2 Savings and temporary cash investments	204,492.	171,178.	171,178.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations Stmt 10	379,771.	228,315.	270,608.
	b Investments - corporate stock Stmt 11	1,172,998.	1,158,071.	1,275,623.
	c Investments - corporate bonds Stmt 12	1,472,914.	1,347,964.	1,386,300.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 13	4,421,112.	4,789,223.	5,895,197.
	14 Land, buildings, and equipment: basis ▶ 191,298.			
	Less: accumulated depreciation ▶ 116,560.	80,388.	74,738.	74,738.
	15 Other assets (describe ▶ Statement 14)	250,000.	200,000.	205,366.
	16 Total assets (to be completed by all filers)	7,991,819.	7,992,086.	9,301,607.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	7,991,819.	7,992,086.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	7,991,819.	7,992,086.	
	31 Total liabilities and net assets/fund balances	7,991,819.	7,992,086.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	7,991,819.
2	Enter amount from Part I, line 27a	2	1,371.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	7,993,190.
5	Decreases not included in line 2 (itemize) ▶ See Statement 9	5	1,104.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,992,086.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See attached statement	P		
b	Capital Gains Dividends			
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	1,950,244.		1,716,603.	233,641.
b	21,422.			21,422.
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				233,641.
b				21,422.
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 } 2 255,063.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter -0- in Part I, line 8 3 N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	416,031.	9,255,017.	.044952
2009	442,940.	8,523,087.	.051969
2008	412,239.	8,065,013.	.051114
2007	467,097.	10,416,452.	.044842
2006	382,086.	10,369,305.	.036848

2	Total of line 1, column (d)	2	.229725
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	.045945
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	9,098,906.
5	Multiply line 4 by line 3	5	418,049.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,451.
7	Add lines 5 and 6	7	422,500.
8	Enter qualifying distributions from Part XII, line 4	8	437,344.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate
See the Part VI instructions

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ (attach copy of letter if necessary-see instructions) b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		1	4,451.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	4,451.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	4,451.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 4,200.		
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	4,200.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	251.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11 Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶	Refunded ▶	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
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		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IN			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ Stephen J. Williams Telephone no ▶260-436-2182

Located at ▶6207 Constitution Dr., Ft. Wayne, IN ZIP+4 ▶46804

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			**Yes**	**No**
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A **5b**

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Stephen J. Williams 229 W. Berry St., Suite 400 Fort Wayne, IN 46802	President 12.00	0.	0.	0.
John N. Pichon 7016 Covington Rd. Fort Wayne, IN 46804	Director 10.00	0.	0.	0.
Jennifer J. Pickard 539 S. Main St. Roanoke, IN 46783	Secretary 10.00	0.	0.	0.
Emily Pichon 7031 W. Hamilton Rd. Fort Wayne, IN 46814	Treasurer 5.00	0.	0.	0.

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 The foundation's charitable activities consist of grant programs. Accordingly, the foundation has not engaged in the performance of direct charitable activities.	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 The foundation made no program related investments during the year.	0.
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	9,217,507.
b	Average of monthly cash balances	1b	19,961.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	9,237,468.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	9,237,468.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	138,562.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,098,906.
6	**Minimum investment return.** Enter 5% of line 5	6	454,945.

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

1	Minimum investment return from Part X, line 6	1	454,945.
2a	Tax on investment income for 2011 from Part VI, line 5 2a 4,451.		
b	Income tax for 2011 (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b	2c	4,451.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	450,494.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	450,494.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	450,494.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	437,344.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	437,344.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	4,451.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	432,893.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				450,494.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			394,642.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 437,344.				
a Applied to 2010, but not more than line 2a			394,642.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				42,702.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				407,792.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

Jennifer J. Pickard
6207 Constitution Drive, Fort Wayne, IN 46804

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

Grant application forms will be furnished upon request.

c Any submission deadlines

None

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

The foundation makes grants only to organizations and not to individuals. It does not make grants in furtherance of the arts.

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Grants Paid to Sec. 501(c)(3) organizations per attached schedule	None	N/A	See footnote on attached schedule	383,000.
Total			▶ 3a	383,000.
b Approved for future payment				
ASH Center 1701 Freeman Street Fort Wayne, IN 46802	None	501(c)(3)	Legacy Fort Wayne Project	12,500.
Bishop Luers High School 333 E. Paulding Fort Wayne, IN 46807	None	501(c)(3)	New computer lab and server	10,000.
Blessings in a Backpack 111 E Wayne St., Ste. 515 Fort Wayne, IN 46802	None	501(c)(3)	Supplemental food program	10,000.
Total See continuation sheet(s)			▶ 3b	62,500.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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					
4 Dividends and interest from securities			14	257,692.	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property			16	18,000.	
6 Net rental income or (loss) from personal property					
7 Other investment income			14	15.	
8 Gain or (loss) from sales of assets other than inventory			18	255,063.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		530,770.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 530,770.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee — Date 10-18-12 — Title President

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Benjamin S. Williams	Benjamin S. Williams	10/16/12		P01085606

Firm's name ▶ SHAMBAUGH KAST BECK & WILLIAMS LLP — Firm's EIN ▶ 35-1482529

Firm's address ▶ P. O. Box 11648 Fort Wayne, IN 46859-1648 — Phone no (260)423-1430

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Form 990-PF	Dividends and Interest from Securities		Statement 1
Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Dividends	234,581.	21,422.	213,159.
Interest	44,533.	0.	44,533.
Total to Fm 990-PF, Part I, ln 4	279,114.	21,422.	257,692.

Form 990-PF	Rental Income	Statement 2
Kind and Location of Property	Activity Number	Gross Rental Income
Rental Income	1	18,000.
Total to Form 990-PF, Part I, line 5a		18,000.

Form 990-PF	Other Income		Statement 3
Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Refund of bank fees	15.	15.	
Total to Form 990-PF, Part I, line 11	15.	15.	

Form 990-PF	Legal Fees			Statement 4
Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Attorney Fee	1,475.	988.		487.
To Fm 990-PF, Pg 1, ln 16a	1,475.	988.		487.

Form 990-PF	Accounting Fees			Statement 5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	7,693.	5,154.		2,539.
To Form 990-PF, Pg 1, ln 16b	7,693.	5,154.		2,539.

Form 990-PF	Other Professional Fees			Statement 6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank Administration Fee	39,222.	39,222.		0.
To Form 990-PF, Pg 1, ln 16c	39,222.	39,222.		0.

Form 990-PF	Taxes			Statement 7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Real Estate Taxes	5.	5.		0.
Payroll Taxes	5,126.	1,076.		4,050.
Federal Excise Taxes	6,378.	0.		0.
Foreign Taxes	765.	765.		0.
To Form 990-PF, Pg 1, ln 18	12,274.	1,846.		4,050.

Form 990-PF	Other Expenses	Statement 8

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Supplies	329.	197.		132.
Maintenance Agreement	957.	574.		383.
Dues & Subscriptions	1,996.	1,198.		798.
Insurance	1,914.	1,148.		766.
To Form 990-PF, Pg 1, ln 23	5,196.	3,117.		2,079.

Form 990-PF	Other Decreases in Net Assets or Fund Balances	Statement 9

Description	Amount
Adjustment to cost of investments due to Fidelity system change	1,104.
Total to Form 990-PF, Part III, line 5	1,104.

Form 990-PF	U.S. and State/City Government Obligations	Statement 10

Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
U.S. Gov. & Municipal Bonds	X		228,315.	270,608.
Total U.S. Government Obligations			228,315.	270,608.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			228,315.	270,608.

Form 990-PF — Corporate Stock — Statement 11

Description	Book Value	Fair Market Value
Corporate Stock	1,158,071.	1,275,623.
Total to Form 990-PF, Part II, line 10b	1,158,071.	1,275,623.

Form 990-PF — Corporate Bonds — Statement 12

Description	Book Value	Fair Market Value
Corporate Bonds	1,347,964.	1,386,300.
Total to Form 990-PF, Part II, line 10c	1,347,964.	1,386,300.

Form 990-PF — Other Investments — Statement 13

Description	Valuation Method	Book Value	Fair Market Value
Mutual Funds	COST	4,789,223.	5,895,197.
Total to Form 990-PF, Part II, line 13		4,789,223.	5,895,197.

Form 990-PF — Other Assets — Statement 14

Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
Certificates of Deposit	250,000.	200,000.	205,366.
To Form 990-PF, Part II, line 15	250,000.	200,000.	205,366.

M.E. Raker Foundation
Transaction Detail By Account
July 2011 through June 2012

Name	Address
Police Athletic League	2121 Olladale Drive Fort Wayne, IN 46808
Boys & Girls Clubs of Fort Wayne	2609 Fairfield Avenue Fort Wayne, IN 46807
Junior Achievement	601 Noble Drive Fort Wayne, IN 46825
Associated Churches	602 E Wayne Street Fort Wayne, IN 46802
Big Brothers Big Sisters NE IN	2439 Fairfield Avenue Fort Wayne, IN 46807
Shepherd's House, Inc	519 Tennessee Avenue Fort Wayne, IN 46805
A Day Away Adult Daycare	1701 Freeman St. Suite 3 Ft. Wayne, IN 46802
Visiting Nurse & Hospice Home	5910 Homestead Road Fort Wayne, In 46814
Children's Hope House	7922 W Jefferson Blvd Fort Wayne, IN 46804
Homebound Meals, Inc	611 W Berry Street Fort Wayne, IN 46802
Kate's Kart, Inc	429 E Dupont Road #119 Fort Wayne, IN 46825
Interfaith Hospitality Network	PO Box 13326 Fort Wayne, IN 46868
Erin's House for Grieving Children	3811 Illinois Road, Suite 205 Fort Wayne, IN 46804
Super Shot, Inc	709 Clay Street, Suite 300 Fort Wayne, IN 46802
Cancer Services of Northeast Indiana	6316 Mutual Drive Fort Wayne, IN 46825
Wellspring Interfaith Social Services	1316 Broadway Fort Wayne, IN 46802
Bishop Luers High School	333 E Paulding Road Fort Wayne, IN 46816
Community Harvest Food Bank	999 East Tillman Road P O. Box 10967 Fort Wayne, IN 46855-0967
Fellowship Christian Athletes	8701 Leeds Road Kansas City, MO 64129
League for the Blind & Disabled	5821 S Anthony Blvd Fort Wayne, IN 46816
Little River Wetlands Project, Inc	2403 Fairoak Drive Fort Wayne, IN 46809
The History Center	302 E Berry Street Fort Wayne, IN 46802
Ash Centre	1701 Freeman Street Fort Wayne, IN 46802
Fort Wayne Rescue Mission	301 W Superior Street Fort Wayne, IN 46801
St Mary's Catholic Church	1101 S Lafayette Street Fort Wayne, IN 46802
Salvation Army	2901 N Clinton Street Fort Wayne, IN 46805
Impact Mentoring Initiative	323 W Baker Street Fort Wayne, IN 46802
Easter Seals ARC of NE Indiana	4919 Coldwater Road Fort Wayne, IN 46825
Allen County Seriffs Dept -K9	715 S Calhoun Street, Room 101 Fort Wayne, IN 46802
Fort Wayne Area Youth For Christ, Inc.	6427 Oakbrook Parkway Fort Wayne, IN 46825
Blessings in a Backpack, Inc.	111 E Wayne Street, Suite 515 Fort Wayne, IN 46802
Whitington Homes & Services	2423 Fairfield Avenue Fort Wayne, IN 46807

M.E. Raker Foundation
Transaction Detail By Account
July 2011 through June 2012

Audiences Unlimited, Inc	227 E Washington Blvd, Suite 301 Fort Wayne, IN 46802
Hope Alive	1747 N Wells Street Fort Wayne, IN 46808
Fort Wayne Rescue Mission	301 W Superior Street Fort Wayne, IN 46801
Embassy Theater Foundation	125 W Jefferson Blvd Fort Wayne, IN 46802
Lifeline Youth & Family Services	7136 Gettysburg Pike PO Box 80487 Fort Wayne, IN 46898
Trees Indiana	5048 Stellhorn Road Fort Wayne, IN 46815
Fort Wayne Center for Learning	800 Broadway, Suite 215 Fort Wayne, IN 46804
Byron Health Center	12101 Lima Road Fort Wayne, IN 46818
Fort Wayne Park Foundation	705 East State Blvd. Fort Wayne, IN 46805
Friends of the Lincoln Collection	PO Box 11083 Fort Wayne, IN 46855
Allen County Seriffs Dept.-K9	715 S Calhoun Street, Room 101 Fort Wayne, IN 46802
Allen Co Education Partnership	709 Clay Street, Suite 101 Fort Wayne, IN 46802
Society of St. Vincent De Paul	1600 S Calhoun Street Fort Wayne, IN 46802
Love in Deed	7820 Bluffton Road Fort Wayne, IN 46809
Fort Wayne Children's Zoo	3411 Sherman Boulevard Fort Wayne, IN 46808
McMillen Center	600 Jim Kelley Boulevard Fort Wayne, IN 46816
Community Transportation Network, Inc.	2701 S Coliseum Blvd. #1315 Fort Wayne, IN 46803
ACRES, Inc	1802 Chapman Road Huntertown, IN 46748
Vincent Village Inc.	2827 Holton Avenue Fort Wayne, IN 46806
Camp Watcha Wanna Do	PO Box 11166 Fort Wayne, IN 46856-1166
Friends of the Ashbrook Center	Ashland College 401 College Avenue Ashland, OH 44805
Turnstone Center	3320 N Clinton Street Fort Wayne, IN 46805
Mustard Seed Furniture Bank	5429 Keystone Drive Fort Wayne, IN 46825
Kate's Kart, Inc.	429 E Dupont Road #119 Fort Wayne, IN 46825

M.E. Raker Foundation
Transaction Detail By Account
July 2011 through June 2012

Purpose	Amount
PAL football program	1,000.00
Project Learn	5,000 00
JA BizTown school program	5,000.00
Food bank	10,000.00
Mentoring Children of Prisoners Program	5,000 00
Building improvements	7,500 00
Participant meal assistance	12,000.00
Operating support	10,000 00
Operating support	5,000 00
Meal subsidies and expenses	7,000.00
Operating expenses	5,000.00
Operating support	10,000 00
Program support	5,000.00
Operating support	15,000 00
Client Advocate Program	5,000 00
Older Adult Services Program	12,500 00
New computer lab & server	10,000 00
Warehouse equipment	15,000.00
Program support	5,000.00
Information & Referral Program	5,000 00
Purchase of Little River Landing	5,000 00
Heritage Education Program	5,000 00
Legacy Fort Wayne Project	12,500 00
Holiday food program	5,000.00
Holiday food program	5,000 00
Holiday food program	5,000 00
Mentoring high-risk youths	5,000.00
Operating support	10,000 00
Purchase of K-9	9,000.00
Campus Life program	10,000 00
Supplemental food program	5,000 00
Emergency roof repair	3,000 00

M.E. Raker Foundation
Transaction Detail By Account
July 2011 through June 2012

holiday transportation services	5,000 00
Transitional houosing program	2,500.00
Capital support for Charis House	5,000.00
Terra cotta restoration	10,000.00
Construction of wood shop	5,000 00
Treekeeper program	4,500.00
Donation	1,000.00
Bathing system	5,000.00
Taylor's Dream boundless playground	9,000.00
Lincoln Collection preservation program	25,000 00
Return unused grant #2012-32	-500 00
Literacy program	5,000.00
Care-Van medical transport	5,000.00
Operating grant	3,000.00
Australian Adventure	10,000.00
Family Table public education	5,000 00
Transportaion services	5,000 00
Nature preserve guides	7,000.00
Dressers for homeless shelter	5,000 00
Camp support for Allen County residents	2,000.00
Scholarship program	10,000 00
Pediatric Therapy and Specialty Group programs	10,000 00
Truck improvements	5,000.00
Operating expenses	5,000.00
	383,000 00
	383,000.00

ME Raker Foundation
Schedule of Realized Gains and Losses
FYE 6-30-12

	Date	Quantity	Proceeds	Cost	Gain (Loss)
Cisico Systems	8/31/2011	750.000	11,453.10	16,558.65	(5,105.55)
Goldman Sachs Enhanced Inc I	8/31/2011	10416.667	98,958.34	100,000.00	(1,041.66)
Hewlett-Packard	8/31/2011	500.000	12,394.81	23,560.00	(11,165.19)
VISA Inc	8/31/2011	250.000	21,312.09	19,137.50	2,174.59
Ishares TR S&P Europe 350 Index Fund	8/1/2011	495.000	20,067.90	23,182.76	(3,114.86)
SPDR SER TR DJ Wilshire REIT	8/1/2011	320.000	21,945.81	22,202.46	(256.65)
Federal Home Loan Bank	8/15/2011	150000.000	150,000.00	151,456.50	(1,456.50)
Ishares Inc MSCI Pacific Ex Japan Index Fund	8/23/2011	1530.000	64,020.09	34,158.72	29,861.37
Ishares TR MSCI EAFE Index Fund	8/23/2011	2755.000	141,200.95	131,449.80	9,751.15
Ishares TR S&P Europe 350 Index Fund	8/23/2011	3450.000	119,215.91	94,752.39	24,463.52
Altria Group	9/22/2011	500.000	13,420.74	8,118.20	5,302.54
Apple	9/22/2011	400.000	164,204.84	26,442.00	137,762.84
Chevron	9/6/1900	250.000	24,744.55	10,911.25	13,833.30
Frontier Communications	9/22/2011	120.000	829.50	825.68	3.82
McDonalds Corp	9/22/2011	250.000	22,230.25	14,170.00	8,060.25
Vanguard Bond Index fund	10/17/2011	2345.000	202,040.62	200,041.32	1,999.30
Sector SPDR TR Consumer Discretionary	10/18/2011	1500.000	57,045.55	54,054.90	2,990.65
Sector SPDR TR Financial	10/18/2011	5000.000	62,051.80	58,650.00	3,401.80
Sector SPDR TR Industrial	10/18/2011	1700.000	53,603.36	49,861.00	3,742.36
Sector SPDR TR Technology	10/18/2011	2000.000	50,874.02	47,940.00	2,934.02
Wachovia Capital Trust X	10/18/2011	25000.000	25,000.00	21,967.00	3,033.00
Morgan Stanley	1/9/2012	75000.000	75,000.00	74,950.45	49.55
Pimco ETF TR	2/24/2012	50.000	5,043.41	5,047.65	(4.24)
Templeton Global Bond Fund	2/13/2012	14966.851	196,814.09	200,000.00	(3,185.91)
Bank of America	4/25/2012	1000.000	8,529.80	7,290.00	1,239.80
Caterpillar	4/25/2012	150.000	16,175.65	6,024.00	10,151.65
Exxon Mobil	4/25/2012	150.000	12,763.23	5,615.84	7,147.39
Illinois Tool Works	4/25/2012	200.000	11,161.74	7,488.00	3,673.74
Pepsico	4/25/2012	250.000	16,627.15	14,759.55	1,867.60
Philip Morris	4/25/2012	150.000	13,183.22	5,549.66	7,633.56

Procter & Gamble	4/25/2012	250.000	16,829.65	16,462.50	367.15
Dodge & Cox International Stock Fund	5/18/2012	4650.761	134,546.52	134,500.00	46.52
Illinois Tool Works	5/31/2012	500.000	28,124.41	18,720.00	9,404.41
Janus Overseas Fund	5/18/2012	1427.212	42,830.63	75,000.00	(32,169.37)
Vanguard Short Term INVMT Grade Admiral	5/25/2012	3358.209	36,000.00	35,755.08	244.92
					233,640.87
					285,594.70
					(51,953.83)
					233,640.87