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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2011

Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2011, or tax year beginning 7/01, 2011, and ending 6/30, 2012

THE TRZCINSKI FOUNDATION
8050 CORPORATE CIRCLE #2
NORTH ROYALTON, OH 44133A Employer identification number
34-1852993

B Telephone number (see the instructions)

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. ☐G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name changeH Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16) ☐ Accounting method: ☐ Cash ☒ Accrual
☐ Other (specify) _____

J \$ 24,717,224. (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and

Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

(a) Revenue and expenses per books (b) Net investment income (c) Adjusted net income (d) Disbursements for charitable purposes (cash basis only)

REVENUE	1	Contributions, gifts, grants, etc. received (att sch)	537,812.			
	2	Ch <input type="checkbox"/> if the foundn is not req to att Sch B				
	3	Interest on savings and temporary cash investments	103,211.	103,211.	103,211.	
	4	Dividends and interest from securities	483,853.	483,853.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10.	-622,542.			
	b	Gross sales price for all assets on line 6a 3,833,786.				
	7	Capital gain net income (from Part IV, line 2)		0.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
EXPENSES	b	Less Cost of goods sold				
	c	Gross profit/(loss) (att sch)				
	11	Other income (attach schedule)	-33,665.	-33,665.		
	12	Total. Add lines 1 through 11	468,669.	553,399.	103,211.	
	13	Compensation of officers, directors, trustees, etc.	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach sch)				
	c	Other prof fees (attach sch)				
	17	Interest	38.	8.		
	18	Taxes (attach schedule)(see instrs). SEE STM 2	17,089.	8,050.		
EXPENSES	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) SEE STATEMENT 3	93,507.	93,400.		
	24	Total operating and administrative expenses. Add lines 13 through 23.	110,634.	101,458.		
	25	Contributions, gifts, grants paid. PART XV	1,087,887.			1,087,887.
	26	Total expenses and disbursements. Add lines 24 and 25	1,198,521.	101,458.	0.	1,087,887.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-729,852.			
	b	Net investment income (if negative, enter -0-)		451,941.		
	c	Adjusted net income (if negative, enter -0-)			103,211.	

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			
	2 Savings and temporary cash investments	1,776,446.	1,320,214.	1,320,214.
	3 Accounts receivable	27,942.		
	Less: allowance for doubtful accounts	29,742.	27,942.	27,942.
	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 instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	191.	1,731.	1,731.
	10a Investments — U.S. and state government obligations (attach schedule)	2,337,174.	2,060,020.	2,194,519.
	b Investments — corporate stock (attach schedule)	17,154,690.	17,345,192.	19,768,359.
	c Investments — corporate bonds (attach schedule)	1,583,926.	1,397,218.	1,404,459.
	11 Investments — land, buildings, and equipment: basis			
Less: accumulated depreciation (attach schedule)				
12 Investments — mortgage loans				
13 Investments — other (attach schedule)				
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation (attach schedule)				
15 Other assets (describe)				
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	22,882,169.	22,152,317.	24,717,224.	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
NET FUND ASSETS OR BALANCES	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	22,882,169.	22,152,317.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	22,882,169.	22,152,317.	
	31 Total liabilities and net assets/fund balances (see instructions)	22,882,169.	22,152,317.	

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	22,882,169.
2 Enter amount from Part I, line 27a.	2	-729,852.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3.	4	22,152,317.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	22,152,317.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a PUBLICLY TRADED SECURITIES		D	VARIOUS	VARIOUS
b PUBLICLY TRADED SECURITIES		P	VARIOUS	VARIOUS
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 339,438.		202,038.	137,400.
b 3,494,348.		4,254,290.	-759,942.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			137,400.
b			-759,942.
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	-622,542.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	[If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8]		3	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	1,017,000.	23,241,151.	0.043759
2009	808,000.	19,016,655.	0.042489
2008	1,016,316.	16,273,751.	0.062451
2007	914,070.	20,883,145.	0.043771
2006	746,056.	19,542,944.	0.038175

2 Total of line 1, column (d).	2	0.230645
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	0.046129
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	25,167,283.
5 Multiply line 4 by line 3	5	1,160,942.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,519.
7 Add lines 5 and 6	7	1,165,461.
8 Enter qualifying distributions from Part XII, line 4	8	1,087,887.

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)

1 a 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 instrs)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. <input type="checkbox"/> and enter 1% of Part I, line 27b		1 9,039.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2 0.
3 Add lines 1 and 2		3 9,039.
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 9,039.
6 Credits/Payments:		
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a 10,800.	
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 10,800.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8 30.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9 0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 1,731.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax 1,731. Refunded	11 0.	

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address: <u>N/A</u>	13	X	
14	The books are in care of <u>RONALD TRZCINSKI</u> Telephone no. <u>(440) 845-1599</u> Located at <u>8050 CORPORATE CIRCLE #2, NORTH ROYALTON</u> ZIP + 4 <u>44133</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country <u></u>	16		X

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

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

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

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

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

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

N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

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 (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RONALD TRZCINSKI 8050 CORPORATE CIRCLE #2 NORTH ROYALTON, OH 44133	PRESIDENT 0	0.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
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 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
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	23,397,515.
b Average of monthly cash balances ..	1b	2,119,515.
c Fair market value of all other assets (see instructions) ..	1c	33,511.
d Total (add lines 1a, b, and c) ..	1d	25,550,541.
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	25,550,541.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions) ..	4	383,258.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 ..	5	25,167,283.
6 Minimum investment return. Enter 5% of line 5 ..	6	1,258,364.

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	1,258,364.
2a Tax on investment income for 2011 from Part VI, line 5 ..	2a	9,039.
b Income tax for 2011. (This does not include the tax from Part VI.) ..	2b	
c Add lines 2a and 2b ..	2c	9,039.
3 Distributable amount before adjustments. Subtract line 2c from line 1 ..	3	1,249,325.
4 Recoveries of amounts treated as qualifying distributions ..	4	
5 Add lines 3 and 4 ..	5	1,249,325.
6 Deduction from distributable amount (see instructions) ..	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 ..	7	1,249,325.

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	1,087,887.
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	1,087,887.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) ..	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4. ..	6	1,087,887.

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				1,249,325.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only.			1,073,393.	
b Total for prior years: 20____, 20____, 20____		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: ▶ \$ 1,087,887.				
a Applied to 2010, but not more than line 2a			1,073,393.	
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				14,494.
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 instructions			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				1,234,831.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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)

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.

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 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).)

RONALD TRZCINSKI

- 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:

SEE STATEMENT 4

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

SEE STATEMENT FOR LINE 2A

- c** Any submission deadlines:

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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 STATEMENT 5				
Total			3a	1,087,887.
b Approved for future payment				
Total			3b	

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF

OMB No 1545-0047

2011

Name of the organization

THE TRZCINSKI FOUNDATION

Employer identification number

34-1852993

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 501(c)(____) (enter number) organization
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ► \$ _____

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

THE TRZCINSKI FOUNDATION

Employer identification number

34-1852993

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	RON TRZCINSKI 8050 CORPORATE CIRCLE #2 NORTH ROYALTON, OH 44133	\$ 500,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	CHERYL TRZCINSKI 8220 TANGLEWOOD LANE PARMA, OH 44129	\$ 37,812.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

THE TRZCINSKI FOUNDATION

Employer identification number

34-1852993

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10)**organizations that total more than \$1,000 for the year.** Complete cols (a) through (e) and the following line entry.For organizations completing Part III, enter total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.)

► \$ N/A

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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FEDERAL STATEMENTS

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THE TRZCINSKI FOUNDATION

34-1852993

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STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INCOME	\$ -33,665.	\$ -33,665.	
TOTAL	\$ -33,665.	\$ -33,665.	0.

STATEMENT 2
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	\$ 9,039.			
MISCELLANEOUS TAXES	8,050.	\$ 8,050.		
TOTAL	\$ 17,089.	\$ 8,050.	\$ 0.	\$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKERAGE FEES	\$ 92,284.	\$ 92,284.		
OFFICE EXPENSE	107.			
PARTNERSHIP EXPENSES	1,116.	1,116.		
TOTAL	\$ 93,507.	\$ 93,400.	\$ 0.	\$ 0.

STATEMENT 4
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	THE TRZCINSKI FOUNDATION
NAME:	RONALD TRZCINSKI
CARE OF:	
STREET ADDRESS:	8050 CORPORATE CIRCLE #2
CITY, STATE, ZIP CODE:	NORTH ROYALTON, OH 44133
TELEPHONE:	
FORM AND CONTENT:	DETAILED EXPLANATION OF PAST, PRESENT, AND FUTURE ACTIVITIES.
SUBMISSION DEADLINES:	NONE
RESTRICTIONS ON AWARDS:	NONE

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THE TRZCINSKI FOUNDATION

34-1852993

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STATEMENT 5
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
SPIRIT SERVICES, INC. 5700 LOMBARDO CENTER, STE 215 SEVEN HILLS, OH 44131	SAME OFFICER	501(C) 3	FURTHERANCE OF CHARITABLE AND RELIGIOUS ACTIVITIES	\$ 14,387.
BENEDICTINE HIGH SCHOOL 2900 M.L. KING DRIVE CLEVELAND, OH 44104	NONE	501(C) 3	FURTHERANCE OF CHARITABLE AND RELIGIOUS ACTIVITIES	100,000.
ST ROCCO SCHOOL 3205 FULTON ROAD CLEVELAND, OH 44109	NONE	501(C) 3	FURTHERANCE OF CHARITABLE AND RELIGIOUS ACTIVITIES	60,000.
OUR LADY OF MT CARMEL SCHOOL 1355 W 70TH STREET CLEVELAND, OH 44102	NONE	501(C) 3	FURTHERANCE OF CHARITABLE AND RELIGIOUS ACTIVITIES	75,000.
OPEN M 941 PRINCETON STREET AKRON, OH 44311	NONE	501(C) 3	FURTHERANCE OF CHARITABLE AND RELIGIOUS ACTIVITIES	32,500.
MAGNIFICAT HIGH SCHOOL 20770 HILLIARD BLVD ROCKY RIVER, OH 44116	NONE	501(C) 3	FURTHERANCE OF CHARITABLE AND RELIGIOUS ACTIVITIES	200,000.
ALLIANCE DEFENSE FUND 15100 N 90TH STREET SCOTTSDALE, AZ 85260	NONE	501(C) 3	FURTHERANCE OF CHARITABLE ACTIVITIES	125,000.
AMERICAN POLICY ROUNDTABLE 11288 ALAMEDA DRIVE STRONGSVILLE, OH 44149	NONE	501(C) 3	FURTHERANCE OF CHARITABLE ACTIVITIES	25,000.
CATO INSTITUTE 1000 MASSACHUSETTS AVE, NW WASHINGTON, DC 20001	NONE	501(C) 3	FURTHERANCE OF CHARITABLE ACTIVITIES	25,000.
HILLSDALE COLLEGE 33 EAST COLLEGE ST HILLSDALE, MI 49242	NONE	501(C) 3	FURTHERANCE OF CHARITABLE ACTIVITIES	25,000.
ST FRANCIS BREADLINE STFRANCIS MONASTERY 135 W 31ST STREET NEW YORK, NY 10001	NONE	501(C) 3	FURTHERANCE OF CHARITABLE AND RELIGIOUS ACTIVITIES	20,000.

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THE TRZCINSKI FOUNDATION

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STATEMENT 5 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
OPERATION BLESSING INTERNATIONAL PO BOX 2636 VIRGINIA BEACH, VA 23450	NONE	501 (C) 3	FURTHERANCE OF CHARITABLE AND RELIGIOUS ACTIVITIES	\$ 10,000.
HOLY NAME ROMAN CATHOLIC CHURCH 154 EAST PATTERSON AVENUE COLUMBUS , OH 43202	NONE	501 (C) 3	FURTHERANCE OF CHARITABLE AND RELIGIOUS ACTIVITIES	110,000.
EWTN - ETERNAL WORLD TELEVISION NETWORK 5817 OLD LEEDS ROAD IRONDALE, AL 35210	NONE	501 (C) 3	FURTHERANCE OF CHARITABLE AND RELIGIOUS ACTIVITIES	200,000.
ST. JEROME CATHOLIC CHURCH 15000 LAKE SHORE BOULEVARD CLEVELAND, OH 44110	NONE	501 (C) 3	FURTHERANCE OF CHARITABLE AND RELIGIOUS ACTIVITIES	3,000.
MUSEUM OF DIVINE STATUES 12903 MADISON AVE LAKEWOOD, OH 44107	NONE	501 (C) 3	FURTHERANCE OF CHARITABLE AND RELIGIOUS ACTIVITIES	3,000.
RDMA - MOTHER OF PERPETUAL HELP ROMA, THE REDEMPTORISTS PO BOX 4997 ANNAPOLIS, MD 21403	NONE	501 (C) 3	FURTHERANCE OF CHARITABLE AND RELIGIOUS ACTIVITIES	50,000.
ST. ANNE SHRINE 9797 SAINTE ANNE BLVD SAINTEANNE DEBEAUPRE, QUEBEC GOA 3C0 CANADA	NONE	501 (C) 3	FURTHERANCE OF CHARITABLE AND RELIGIOUS ACTIVITIES	10,000.

TOTAL \$ 1,087,887.

Page 2, Part II, Line 10(a) - "Investments - US and state government obligations"

	Cost	FMV
Federal Farm Credit Banks 5.330% 12/18/13	\$ 499,507.62	\$ 536,415.00
Federal Home Loan Bank 4.500% 9/16/13	495,444.64	525,250.00
Federal Home Loan Bank 5.250% 9/12/14	214,785.18	220,693.80
Federal Home Loan Bank 5.375% 6/13/14	250,013.65	274,025.00
Federal Home Loan Mtg Corp. 2.5% 4/23/14	100,253.38	103,866.00
Federal Home Loan Mtg Corp. 5.750% 6/27/16	203,674.43	229,104.00
Federal National Mtg Assn 1.725% 09/14/2015	95,000.00	95,221.92
Federal National Mtg Assn 3% 9/16/14	75,795.09	79,221.00
US Treasury Note 2.625% 6/30/14	125,546.27	130,722.50
	<u>\$ 2,060,020.26</u>	<u>\$ 2,194,519.22</u>

Page 2, Part II, Line 10(b) - "Investments - Corporate Stocks":

	Cost	FMV
3M Co	\$ 59,641.00	\$ 71,680.00
Abbott Laboratories	58,123.19	87,034.50
Accenture PLC	8,766.14	18,928.35
Aegon	97,249.46	33,319.44
Allergan Inc	9,096.00	14,811.20
Alliance Bernstein High Income Fd Cl A	153,798.45	154,822.58
Altria Group Inc	11,102.23	34,550.00
Ameren Corporation	13,247.01	15,160.08
American Century Growth Inv Cl	157,514.86	170,848.72
American Express Company	14,081.54	15,716.70
American Funds Bond Fund of America Class F	300,886.25	301,592.54
American Funds Euro Pacific Fund Class F	96,006.98	99,986.34
American Funds Income Fund of America Class F	151,450.46	154,659.13
American Funds Short Term Bond Fund Class F	98,115.96	98,018.72
American Water Works Co	5,379.76	5,416.24
Ameren Financial Group	9,045.97	10,749.02
Amgen, Inc	210,340.87	297,108.25
Anadarko Petroleum Corp	35,284.55	34,093.00
Apple Inc	15,701.19	58,400.00
Archer-Daniels-Midland Co	11,954.62	11,217.60
AT&T Inc	156,865.28	192,207.40
Bank of America Corp	316,410.31	51,321.32
Bank of Montreal	51,629.00	13,870.26
Baron Small Cap Fund	46,023.73	45,623.05
BB&T Corp	74,425.00	61,700.00
Bearingpoint Inc	15,653.00	unavailable
Bed Bath & Beyond Inc	87,008.00	185,400.00
Berkshire Hathaway Inc	29,675.00	49,998.00
Boeing Co	12,587.53	14,637.10
BP PLC SPON ADR	40,594.70	40,540.00
Bristol-Myers Squibb Co	53,634.09	72,906.60
BT Group PLC	317,066.00	265,440.00
Bunge Limited	9,992.85	10,352.10
CA Inc	25,356.43	27,713.07
Caterpillar Inc	94,292.23	133,818.16
CBS Corporation Cl B	10,801.87	15,144.36
Celgene Corp	57,708.88	64,160.00
Chesapeake Energy Corporation	122,244.38	89,745.00
Chevron Corporation	40,790.23	45,892.50
Chubb Corp	20,246.03	35,390.52
Cisco Sys Inc	6,779.92	6,473.09

Page 2, Part II, Line 10(b) - "Investments - Corporate Stocks" (continued):

	Cost	FMV
Clorox	19,602.50	36,230.00
Coach Inc	88,133.75	116,960.00
Coca Cola	29,389.00	39,095.00
Cognizant Technology Solution	24,445.41	38,400.00
Colgate Palmolive Co	117,711.80	260,250.00
Columbia Seligman Communications & Information	192,015.87	196,287.05
Comcast Corp	19,146.35	36,765.50
Commerce Bancshares Inc	9,983.43	9,399.20
Computer Sciences Corp	9,173.85	5,311.48
Conagra Foods Inc	9,792.10	9,645.96
ConocoPhillips	73,412.31	111,033.56
Consolidated Edison Hldg Co Inc	171,074.54	264,307.50
Costco Wholesale Corp	26,788.01	55,575.00
Covidien PLC	9,923.78	8,025.00
CSX Corporation	21,997.50	22,360.00
Cubic Corporation	8,729.80	10,818.00
CVS/Caremark Corp	231,787.39	431,972.12
DFA Emerging Markets Core Equity Portfolio	12,511.18	12,955.40
DFA International Core Equity	30,009.61	31,133.38
Diebold Incorporated	20,976.00	21,223.25
Dodge & Cox Income Fund	24,025.00	24,783.00
Dodge & Cox International Stock Fund	29,265.69	30,841.66
Dover Corporation	37,000.00	53,610.00
DTE Energy Company	11,357.28	14,713.84
Du Pont	39,785.00	50,570.00
Duke Energy Corp	75,258.00	115,300.00
Eastman Chemical Co	142,016.00	302,220.00
Eaton Corporation	232,641.00	356,670.00
Edison International	12,099.41	14,922.60
Energy Transfer Partners MLP	22,139.50	132,570.00
Enterprise Products Partner LP MLP	88,269.86	368,928.00
EOG Resources Inc	357,615.90	360,440.00
EQT Corporation	18,595.13	20,111.25
Exelis Inc	4,882.76	4,289.10
Exelon Corp	18,736.27	9,969.30
Exxon Mobil Corporation	309,214.28	445,049.57
Fairpoint Communications Inc	117.28	unavailable
FedEx Corp	19,042.40	23,818.60
Fidelity Institutional Money Market Portfolio CI 1	23,470.11	23,470.11
Fifth Third Bancorp	12,242.77	12,180.60
Freeport-McMoran Copper & Gold Inc	52,163.60	34,070.00
Frontier Communications Co	935.69	448.11
Gabelli Equity Income Fund CI AAA	54,491.57	67,005.81
Gallagher Arthur J & Co	78,608.00	105,210.00
Gannett Co Inc	149,166.00	73,650.00
General Electric Co	188,508.56	138,981.96
Glaxo Smithkline PLC	51,925.89	45,570.00
Goldman Sachs Rising Dividend Growth Trust CI A	80,826.72	84,153.01
Harbor International	102,116.87	113,403.23
Hartford Financial Services Group	19,312.90	17,630.00
Heartland Select Value Fund - Instl	24,798.30	29,531.68
Henderson Intl Oppty Fd CI A	35,563.23	34,010.09
Hewlett Packard	79,340.00	40,220.00
Home Depot Inc	45,723.72	62,793.15
Hormel George A & Co	11,716.00	12,168.00
Host Hotels & Resorts REIT	7,900.52	7,894.18

Page 2, Part II, Line 10(b) - "Investments - Corporate Stocks" (continued):

	Cost	FMV
Illinois Tool Works	21,367.00	34,378.50
Intel Corp	100,638.13	98,605.00
International Business Machines Corp	19,908.11	19,753.58
International Paper Co	58,540.55	63,486.36
iShares Gold Trust	32,039.07	37,561.84
iShares Iboxx Investop	29,252.00	29,397.50
iShares MSCI Aus Index Fund	49,969.40	56,810.00
iShares MSCI CDA Index Fund	49,898.01	56,460.40
iShares S&P US Pfd Fund	25,349.35	25,369.50
iShares Silver TR	31,675.95	31,980.00
iShares TR Barclays Bond 1-3 Yr Credit	62,947.82	62,826.00
iShares TR Barclays Fund (Aggregate Bond Fund)	29,815.02	30,051.00
iShares TR Barclays TIPS Bond Fund	284,821.56	302,876.56
iShares TR MSCI EAFE Index Fund	349,851.11	335,731.20
iShares TR MSCI Emerging Market	62,538.44	82,887.93
iShares TR Russell 2000 Index Fund	123,329.00	142,836.00
iShares TR Russell Midcap	100,160.40	126,432.00
iShares TR S&P Midcap 400 Index Fd	122,944.02	149,259.45
iShares Tr S&P Smallcap	48,778.98	62,279.50
iShares Trust ETF JP Morgan USD Emerging	27,095.45	29,253.60
iShares Trust S&P Small Cap 600 Index Fd	23,965.78	32,898.23
ITT Corp	3,763.19	3,819.20
Jabil Circuit Inc	8,617.07	12,441.96
J C Penney & Co	121,316.00	79,254.00
Jefferies Group Inc	5,681.52	5,390.85
Joy Global Inc	33,025.30	31,201.50
JP Morgan Chase	103,658.67	113,585.67
JP Morgan Chase - preferred stock	24,600.00	25,260.00
K L A Tencor Corp	5,593.50	7,929.25
KeyCorp Inc	8,805.03	10,905.66
Kohls Corp	83,328.00	90,980.00
Kraft Foods Inc	12,999.60	15,448.00
Kroger Company	19,910.67	19,688.31
Laudus Mondrain International Fixed Income Fund	21,856.16	21,755.10
Lilly Eli & Company	29,442.60	35,400.75
Limited Brands Inc	34,205.34	170,120.00
Lincoln National Corp	112,608.00	43,740.00
Lloyds Banking Group PLC	76,017.90	46,080.00
Loomis Sayles Bond Instl	16,188.97	17,396.04
Loomis Sayles Strategic Income Fund Class A	102,134.06	101,329.59
Lowes Companies	52,750.00	56,880.00
Macy's Inc	11,921.04	23,564.10
Manning & Napier World Oppty A	112,435.74	113,439.79
Marsh & McLennan Cos	42,660.00	32,230.00
Matthews Asian Growth & Income Fund	13,447.51	13,805.33
Matthews China Fund	38,993.29	37,707.25
McDonalds Corp	25,027.00	37,625.25
McKesson Corporation	5,484.48	10,406.25
Meadwestvaco Corporation	8,762.92	17,710.00
Medtronic Inc	109,140.40	103,021.80
Merck & Co Inc	106,441.64	151,469.00
Metlife Inc	65,520.54	71,109.25
Microsoft Corp	44,108.00	61,180.00
Monsanto Co	49,771.98	57,946.00
Morgan Stanley	8,481.72	8,068.27
Mosaic Co	95,207.95	109,520.00

Page 2, Part II, Line 10(b) - "Investments - Corporate Stocks" (continued):

	Cost	FMV
Motorola Solutions Inc	54,738.61	27,470.81
Murphy Oil Corp Hldg	13,464.89	12,471.92
Mutual Series Shares Class Z	17,049.37	19,818.90
Nabors Industries LTD	29,364.00	17,280.00
National Oilwell Varco	18,774.00	28,998.00
NCR Corp New	20,725.20	24,548.40
New York Community Bancorp	86,116.00	62,650.00
Newell Rubbermaid Inc	53,633.00	45,350.00
Northrop Grumman Corp	9,267.32	9,759.87
Nucor Corp	232,166.00	227,400.00
NYSE Euronext N V	15,204.50	12,790.00
Occidental Pete Corp	9,371.92	9,606.24
Oppenheimer Developing Markets Fund CI A	192,781.52	230,446.27
Oracle Corp	45,496.75	74,250.00
P G & E Corp	10,387.16	10,910.07
Par Pharmaceutical Res	9,412.53	15,720.90
Perkns Mid Cap Value Fd CI T	18,222.13	20,166.01
Petsmart Inc	53,308.00	170,450.00
Pfizer Inc	164,007.82	139,265.00
Philip Morris Intl Inc	16,320.80	69,808.00
Phillips 66 Company	18,563.85	29,085.00
PIMCO All Asset Inst Class	18,486.88	18,788.22
PIMCO Commodity Real Return Inst	22,820.59	19,860.52
PIMCO Foreign Bond Unhedged Inst CI	16,088.23	17,113.43
PIMCO Short Term Institutional	581,076.80	578,099.98
PIMCO Total Return Instl	24,141.80	24,221.69
Pinnacle West Cap	96,458.00	155,220.00
PNC Financial Services Group Inc	10,777.11	11,733.12
PNC Multi-Factor SM Cap (Allegiant Multi-Factor Small Cap)	148,998.66	78,840.00
Potash Corp of Saskatchewan	284,453.13	305,830.00
Powershs DB Commdty Index	22,915.54	22,145.00
Powershs Exch Trad FD TR	27,449.30	27,740.00
Praxair Inc	14,938.41	36,968.20
Principal Financial Grp (PFG)	9,008.28	7,973.92
Procter & Gamble Co	73,643.21	98,000.00
Prudential Financial Inc	11,476.08	9,104.84
Qualcomm Inc	22,855.00	27,840.00
Quanex Bldg Prods Corp Com	unknown	26,820.00
Raytheon Company	20,291.25	29,709.75
Royal Dutch Shell	216,255.95	242,748.00
Royce Pennsylvania Mutual Invst Class	16,826.38	20,555.53
Schlumberger LTD Netherlands	65,611.87	64,910.00
Schwab Value Advantage Money Fund	85,802.59	85,802.59
Scotts Miracle-Gro Company	15,932.80	26,316.80
Scout Intl Fd	122,912.30	114,798.37
Sector SPDR Consumer	37,450.80	52,536.00
Sector SPDR Dow Jones Intl	19,664.45	22,435.80
Sector SPDR Engy Select	57,889.00	66,370.00
Sector SPDR Fincl Select	31,986.05	37,392.43
Sector SPDR Health Fund	17,070.00	22,803.00
Sector SPDR INDL Select	62,469.56	84,537.90
Sector SPDR Tech Select	82,803.55	115,618.13
Spartan 500 Index Fd Investor Class	41,881.62	55,469.28
SPDR S&P Dividend ETF	171,621.55	227,218.95
SPDR Series Trust ETF	43,530.45	42,688.00
SPDR Trust Unit SR (SPDR S&P 500 ETF TR)	76,683.00	95,273.50

Page 2, Part II, Line 10(b) - "Investments - Corporate Stocks" (continued):

	Cost	FMV
SSGA Intl Stock Selection Fund	114,423.83	75,277.39
Synopsys Inc	71,396.48	118,014.30
Sysco	175,641.00	163,955.00
T Rowe Price High Yeild Fund	123,000.00	121,369.66
Telefonica S A	104,773.17	60,495.80
Teva Pharmaceuticals Ind Ltd	35,669.55	27,608.00
Time Warner Inc	6,696.18	12,050.50
TJ X Cos Inc	19,356.75	45,076.50
Total S.A. France Spon ADR	319,117.22	301,165.00
Transocean Inc	68,840.68	33,547.50
Tupperware Brands Corp	16,791.00	16,428.00
Tyco Electronics	12,196.09	7,927.50
Tyson Foods Inc Cl A	12,483.04	12,616.10
U R S Corp	11,182.95	9,871.04
UBS AG	19,221.65	12,471.15
Unilever	58,328.00	100,050.00
United Health Group Inc	74,743.95	127,881.00
United Parcel Svc	67,258.00	78,760.00
United States Oil Fund	299,665.95	286,470.00
United Technologies Corp	94,008.00	151,060.00
US Bancorp	59,008.00	64,320.00
Validus Holdings LTD	7,898.94	8,135.62
Van Eck Global Hard Assets Fund Class A	100,873.83	81,748.06
Vanguard Growth	76,155.30	132,279.45
Vanguard Mid Cap	31,213.70	33,196.00
Vanguard MSCI Emerging Market	21,367.61	22,560.45
Vanguard Small Cap	31,504.50	34,218.00
Vanguard Total Bond Market ETF	244,881.86	246,136.46
Vanguard Value	93,943.39	108,523.60
Verizon Communications Inc	229,685.11	355,564.44
Viacom Inc	23,489.00	32,914.00
Vodafone Group Plc	69,698.92	84,540.00
Walgreen Company	168,539.00	124,236.00
Walmart Stores	34,066.75	55,776.00
Wausau Paper Corp	30,200.00	19,460.00
Wellpoint Inc	43,058.00	63,790.00
Wells Fargo & Co	183,855.15	205,187.84
Wells Fargo Advantage C&B Lg Cap Val Inv	51,916.73	62,931.29
Western Digital Corp	19,894.14	19,202.40
Weyerhaeuser Co	163,621.70	120,855.80
Williams Companies	9,933.15	11,672.10
Williams Sonoma Inc	62,750.33	87,425.00
Winn Dixie Store New	11,302.53	10,948.95
Yacktman Focused Fund	137,796.93	151,558.90
Yum Brands Inc	12,453.06	12,884.00
Zimmer Hlds Inc	97,808.00	96,540.00
	<u>\$ 17,345,191.96</u>	<u>\$ 19,768,358.65</u>

Page 2, Part II, Line 10(c) - "Investments - Corporate Bonds":

	Cost	FMV
Amer Exp Cent Bk 3.3% 10/21/16	\$ 19,835.19	\$ 21,384.40
Amgen Inc 4.85% 11/18/14	145,859.65	147,673.56
Bombardier Capital Mtg Securitization Corp 7.180% 12/15/29	32,588.55	16,732.84
DuPont E1 Demour 3.25% 1/15/15	100,036.34	106,269.00

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Page 2, Part II, Line 10(c) - "Investments - Corporate Bonds" (continued):

	<u>Cost</u>	<u>FMV</u>
General Electric Company 5.00% 2/1/13	255,319.39	256,393.75
Genl Elec Cap 5.5% 2/15/15	25,820.71	26,941.83
HSBC Finance Cp 5.35% 7/15/13	29,349.75	29,765.05
Morgan Stanley 4.20% 11/20/14	122,341.68	118,819.48
New Mexico Fin Revenue Bond 4.19% 6/01/16	25,585.78	27,153.75
Ohio St Cultural 4 00% 10/1/12	20,135.00	20,192.20
Ohio St Univ Gen 5.25% 6/1/14	52,376.80	54,586.00
PNC Funding Corp Senior Note 5.4% 6/10/14	211,945.26	215,917.00
Sherwin-Williams Co 3.13% 12/15/14	256,023.68	262,386.75
Washington Mu Bk 5.35% 7/25/12	100,000.00	100,243.00
	<u>\$ 1,397,217.78</u>	<u>\$ 1,404,458.61</u>