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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2011

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

07/01, 2011, and ending

06/30, 2012

Name of foundation

E.C. STYBERG FOUNDATION, INC.

A Employer identification number

39-1410323

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

Room/suite

B Telephone number (see instructions)

(262) 637-9301

P.O. BOX 788

City or town, state, and ZIP code

RACINE, WI 53401

G Check all that apply

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

H Check type of organization

☒

Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end

J Accounting method

☒

Cash

☐ Accrual

of year (from Part II, col (c), line

☐ Other (specify)

16) \$ 8,390,095.

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

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses**
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received (attach schedule)

300,000.

2 Check ☐ if the foundation is not required to attach Sch B

3 Interest on savings and temporary cash investments

17.

17.

ATCH 1

4 Dividends and interest from securities

128,673.

128,669.

ATCH 2

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

244,204.

b Gross sales price for all assets on line 6a

2,549,713.

7 Capital gain net income (from Part IV, line 2)

252,485.

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) (attach schedule)

11 Other income (attach schedule)

6,010.

-3,053.

ATCH 3

12 Total Add lines 1 through 11

678,904.

378,118.

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach schedule)

c Other professional fees (attach schedule) *

21,547.

21,547.

17 Interest ATTACHMENT 5

26,739.

26,739.

18 Taxes (attach schedule) (see instructions) *

6,978.

600.

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule) ATCH 7

31,526.

30,652.

874.

24 Total operating and administrative expenses

86,790.

79,538.

874.

Add lines 13 through 23

289,795.

289,795.

289,295.

25 Contributions, gifts, grants paid

376,585.

79,538.

0

290,169.

26 Total expenses and disbursements Add lines 24 and 25

27 Subtract line 26 from line 12

302,319.

a Excess of revenue over expenses and disbursements

302,319.

b Net investment income (if negative, enter -0-)

298,580.

c Adjusted net income (if negative, enter -0-)

298,580.

c Adjusted net income (if negative, enter -0-)

298,580.

c Adjusted net income (if negative, enter -0-)

298,580.

c Adjusted net income (if negative, enter -0-)

298,580.

For Paperwork Reduction Act Notice, see instructions.

*ATCH 4 JSA ** ATCH 6

Form 990-PF (2011)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	21,316.	13,460.	13,460.
	2	Savings and temporary cash investments	335,254.	370,817.	370,817.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 8	5,082,360.	5,529,012.	5,941,725.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶ (attach schedule)				
12	Investments - mortgage loans ATCH 9	802,918.	636,785.	617,750.	
13	Investments - other (attach schedule)				
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶ (attach schedule)				
15	Other assets (describe ▶ ATCH 10)	250,000.	250,000.	1,446,343.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	6,491,848.	6,800,074.	8,390,095.	
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 (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)		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	6,491,848.	6,800,074.	
	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 (see instructions)	6,491,848.	6,800,074.	
	31	Total liabilities and net assets/fund balances (see instructions)	6,491,848.	6,800,074.	

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	6,491,848.
2	Enter amount from Part I, line 27a	2	302,319.
3	Other increases not included in line 2 (itemize) ▶ ATTACHMENT 11	3	23,688.
4	Add lines 1, 2, and 3	4	6,817,855.
5	Decreases not included in line 2 (itemize) ▶ ATTACHMENT 12	5	17,781.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,800,074.

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 PART IV SCHEDULE				
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
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					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	252,485.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	349,223.	8,089,082.	0.043172
2009	402,465.	7,718,161.	0.052145
2008	447,783.	7,602,308.	0.058901
2007	515,860.	9,069,477.	0.056879
2006	538,121.	8,604,855.	0.062537
2 Total of line 1, column (d)			2 0.273634
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 0.054727
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 8,159,376.
5 Multiply line 4 by line 3			5 446,538.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,986.
7 Add lines 5 and 6			7 449,524.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 290,169.

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	5,972.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	5,972.
4	Substitute 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	5,972.
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6 a	6,960.
b	Exempt foreign organizations - tax withheld at source	6 b	
c	Tax paid with application for extension of time to file (Form 8868)	6 c	3,000.
d	Backup withholding erroneously withheld	6 d	
7	Total credits and payments. Add lines 6a through 6d	7	9,960.
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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,988.
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ 3,988. Refunded ☐ 11	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address **N/A**

14 The books are in care of **PAUL L. GUENTHER, TREASURER** Telephone no **262-637-9301**
 Located at **1600 GOOLD STREET, RACINE, WI** ZIP + 4 **53404**

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**

16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? **16** Yes No **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		
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) ☐ 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) ☐ 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

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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

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?

☐ 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

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

7b

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
E.C. STYBERG, JR. 1600 GOOLD STREET	PRESIDENT 2.00	0	0	0
BERNICE M. STYBERG 1600 GOOLD STREET	VP/ SECRETARY 1.00	0	0	0
PAUL L. GUENTHER 1600 GOOLD STREET	TREASURER 4.00	0	0	0

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

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

Expenses

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

Amount

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	5,798,212.
b	Average of monthly cash balances	1b	194,408.
c	Fair market value of all other assets (see instructions)	1c	2,291,010.
d	Total (add lines 1a, b, and c)	1d	8,283,630.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	8,283,630.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	124,254.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,159,376.
6	Minimum investment return. Enter 5% of line 5	6	407,969.

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	407,969.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	5,972.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	5,972.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	401,997.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	401,997.
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	401,997.

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	290,169.
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	290,169.
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	290,169.

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				401,997.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20 09 20 08 20 07				
3 Excess distributions carryover, if any, to 2011				
a From 2006 86,817.				
b From 2007 76,610.				
c From 2008 69,234.				
d From 2009 124,644.				
e From 2010				
f Total of lines 3a through e	357,305.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 290,169.				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				290,169.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	111,828.			111,828.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	245,477.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	245,477.			
10 Analysis of line 9				
a Excess from 2007 53,120.				
b Excess from 2008 69,234.				
c Excess from 2009 124,644.				
d Excess from 2010				
e Excess from 2011				

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

NOT APPLICABLE

- 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			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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))

ATTACHMENT 13

- 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

N/A

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

ATTACHMENT 14

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

SEE ATTACHMENT #5

- c Any submission deadlines

ATTACHMENT 15

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

ATTACHMENT 16

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 <i>Paid during the year</i> SEE ATTACHMENT #2			GENERAL PURPOSE	289,295.
Total			▶ 3a	289,295.
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

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) (See instructions)
▼	

This image shows a single sheet of white paper with horizontal blue or grey ruling lines. A vertical margin line is positioned on the left side, creating a narrow left margin. The paper appears to be from a notebook or a standard ruled document. There are no markings, text, or drawings on the page.

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

- | 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
|--|-------|-----|----|
| a Transfers from the reporting foundation to a noncharitable exempt organization of | | | |
| (1) Cash | 1a(1) | | 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 | | | |

[illegible]

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

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

correct and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Sign Here

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 Paul Z. Guenther Date 5/14/13 Title Treasurer

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

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

Paid Preparer Use Only	Print/Type preparer's name MICHELLE L. WEBER	Preparer's signature <i>Michelle L. Weber</i>	Date 5/13/13	Check ☐ if self-employed	PTIN P00556798
	Firm's name ▶ GRANT THORNTON LLP	Firm's EIN ▶ 36-6055558			
	Firm's address ▶ 100 E. WISCONSIN AVE. MILWAUKEE, WI 53202	Phone no. 414-289-8200			

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

E.C. STYBERG FOUNDATION, INC.

Employer identification number

39-1410323

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 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 foundationCheck 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).

Name of organization **E.C. STYBERG FOUNDATION, INC.**Employer identification number
39-1410323**Part I** Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	E.C. STYBERG, JR. 6725 BROOK ROAD FRANKSVILLE, WI 53216	\$ 300,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization E.C. STYBERG FOUNDATION, INC.

Employer identification number

39-1410323

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization E.C. STYBERG FOUNDATION, INC.

Employer identification number

39-1410323

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 columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once See instructions) ► \$

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
	(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

SCHEDULE D
(Form 1041)

Capital Gains and Losses

OMB No 1545-0092

Department of the Treasury
Internal Revenue Service

► Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for
Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

2011

Name of estate or trust

E.C. STYBERG FOUNDATION, INC.

Employer identification number

39-1410323

Note: Form 5227 filers need to complete only Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	48,367.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back	5	48,367.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	126,562.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	77,556.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back	12	204,118.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part				
13	Net short-term gain or (loss)	13		48,367.
14	Net long-term gain or (loss):			
a	Total for year	14a		204,118.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14	15		252,485.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the Capital Loss Carryover Worksheet, as necessary.

Part IV Capital Loss Limitation	
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of
a	The loss on line 15, column (3) or b \$3,000
16	()

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the Capital Loss Carryover Worksheet in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates	
Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.	
Caution: Skip this part and complete the Schedule D Tax Worksheet in the instructions if	
• Either line 14b, col (2) or line 14c, col (2) is more than zero, or	
• Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.	

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the Schedule D Tax Worksheet in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24?		
	☐ Yes. Skip lines 25 and 26, go to line 27 and check the "No" box	25	
	☐ No. Enter the amount from line 23	26	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same?		
	☐ Yes. Skip lines 27 thru 30, go to line 31	27	
	☐ No. Enter the smaller of line 17 or line 22	28	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (15)	30	
31	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2011

Department of the Treasury
Internal Revenue Service

► See instructions for Schedule D (Form 1041).

► **Attach to Schedule D** to list additional transactions for lines 1a and 6a.

2011

Name of estate or trust

E.C. STYBERG FOUNDATION, INC.

Employer identification number

39-1410323

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

[illegible]

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	48,367.
---	---------

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

Employer identification number

6 a

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b 126,562.

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					77,556.	
1,853,482.		SEE ATTACHMENT #1 PROPERTY TYPE: SECURITIES 1,805,115.				P	VARIOUS	VARIOUS
		SEE ATTACHMENT #1 PROPERTY TYPE: SECURITIES 669,905.				P	VARIOUS	VARIOUS
743,231.		FROM COMMON SENSE PARTNERS II, L.P. PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
		FROM POWERSHARES DB COMMODITY INDEX PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							237.	
TOTAL GAIN(LOSS)							<u>252,485.</u>	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST & DIVIDENDS - CASH INVESTMENTS	17.	17.
TOTAL	17.	17.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST & DIVIDENDS FROM SECURITIES	110,095.	110,095.
FROM COMMON SENSE PARTNERS II, L.P.	18,575.	18,571.
FROM POWERSHARES DB COMMODITY INDEX FUND	3.	3.
TOTAL	<u>128,673.</u>	<u>128,669.</u>

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FROM COMMON SENSE PARTNERS II, L.P.	3,924.	-5,139.
MARVEL TECHNOLOGY PARTNERS SETTLEMENT	147.	147.
ENRON VICTIM TRUST SETTLEMENT	1,939.	1,939.
TOTALS	6,010.	-3,053.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	21,547.	21,547.		
TOTALS	21,547.	21,547.		

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FROM COMMON SENSE PARTNERS II	26,739.	26,739.		
TOTALS	26,739.	26,739.		

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FOREIGN TAXES PAID	600.	600.		
EXCISE TAXES	6,378.			
TOTALS	6,978.	600.		

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
OTHER INVESTMENT EXPENSES	55.	55.		695.
MEMBERSHIP	695.			179.
MISCELLANEOUS	179.			
FROM COMMON SENSE PARTNERS II	30,577.	30,577.		
FROM POWERSHARES DB COM. FUND	20.	20.		
TOTALS	31,526.	30,652.		874.

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CORPORATE STOCK SCHEDULE		
MUTUAL FUNDS		
ROBERT W. BAIRD	3,954,993.	4,174,353.
ROBECO/BOSTON PARTNERS	218,952.	278,163.
QUANTUM CAPITAL	1,116,973.	1,246,132.
	238,094.	243,077.
TOTALS	<u>5,529,012.</u>	<u>5,941,725.</u>

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
INVESTMENT IN COMMON SENSE LTD	636,785.	617,750.
TOTALS	<u>636,785.</u>	<u>617,750.</u>

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
LIFE INSURANCE POLICY	250,000.	1,446,343.
TOTALS	<u>250,000.</u>	<u>1,446,343.</u>

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

BOOK/TAX TIMING DIFFERENCE FROM INV. IN
COMMON SENSE PARTNERS II K-1

23,688.

TOTAL

23,688.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION

AMOUNT

PRIOR PERIOD ADJUSTMENT

17,781.

TOTAL

17,781.

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

E.C. STYBERG, JR.
BERNICE M. STYBERG

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

E.C. STYBERG, JR.
1600 GOULD STREET, PO BOX 788
RACINE, WI 53401

C/O E.C. STYBERG FOUNDATION, INC.

990PF, PART XV - SUBMISSION DEADLINES

APPLICATIONS ACCEPTED ANY TIME WITH NOTICE OF APPROVAL, REJECTION, OR REQUEST FOR ADDITIONAL INFORMATION USUALLY WITHIN 90 DAYS.

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

AWARDS PRINCIPALLY ARE MADE TO NON-PROFIT ORGANIZATIONS WHICH SERVE
PERSONS IN SOUTHEASTERN WISCONSIN.



Realized Gains and Losses
From 07/01/2011 to 06/30/2012

STYBERG FOUNDATION COMBINED ASSETS Acct # STYBERG-FDN

Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Date		Quantity	Net Proceeds	Cost	Gains		
		Acquired	Date Sold				Short Term	Total Long	Total
							Gains	Gains	Gains
13858706	Call Spdr S&P 500 Etf Tr 08/20/2011	08/05/2011	06/20/2011	6 000	1,488 10	119 85	1,368 25		1,368 25
80115875	Tyco Intl LTD	06/21/2010	07/08/2011	63 000	3,108 36	2,458 87		649 49	649 49
80115875	Viacom Inc Com Cl B	06/21/2010	07/08/2011	107 000	5,566 92	3,848 40		1,718 52	1,718 52
80115875	Hewlett Packard	06/21/2010	07/11/2011	169 000	5,948 53	8,092 70		-2,144 17	-2,144 17
13858706	MetLife Inc	03/21/2011	07/11/2011	50 000	2,078 11	2,225 37	-147 26		-147 26
13858706	Put Spdr S&P 500 Etf Tr 12/17/2011	03/21/2011	07/11/2011	20 000	5,894 76	12,041 16	-6,146 40		-6,146 40
80115875	Barclays Bank Plc Adr	06/21/2010	07/15/2011	186 000	2,719 81	3,497 99		-778 18	-778 18
13858706	MetLife Inc	03/21/2011	07/15/2011	40 000	1,640 12	1,780 30	-140 18		-140 18
80115875	Barclays Bank Plc Adr	06/21/2010	07/18/2011	163 000	2,278 11	3,065 44		-787 33	-787 33
80115875	Davita Inc	06/21/2010	07/19/2011	43 000	3,741 44	2,825 33		916 11	916 11
80115875	Discover Financial Sves	06/21/2010	07/19/2011	139 000	3,595 25	1,969 94		1,625 31	1,625 31
80115875	Visteon Corp	02/11/2011	07/19/2011	55 000	3,668 28	3,897 01	-228 73		-228 73
80115875	Groupe C G I Inc	10/04/2010	07/20 2011	143 000	3,411 71	2,207 23	1 204 48		1,204 48
80115875	Barclays Bank Plc Adr	06/21/2010	07/25/2011	166 000	2,482 99	3,121 86		-638 87	-638 87
80115875	Davita Inc	06/21/2010	07/25/2011	28 000	2,389 93	1,839 75		550 18	550 18
80115875	Omnicare Inc Com	06/21/2010	07/25/2011	115 000	3,560 70	2,992 81		567 89	567 89
80115875	SLM Corp	06/21/2010	07/28/2011	241 000	3,766 10	2,954 26		811 84	811 84

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Realized Gains and Losses

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Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
80115875	American Express	06/21/2010	08/04/2011	72 000	3,391 61	3,092 55		299 06	299 06
80115875	Gap Inc	10/26/2010	08/04/2011	168 000	2,943 09	3,308 34	-365 25		-365 25
80115875	LAC Interactive Corp New	03/02/2011	08/04/2011	43 000	1,679 69	1 332 16	347 53		347 53
80115875	Oshkosh Corp	12/07/2010	08/04/2011	98 000	2,106 01	3,341 64	-1,235 63		-1,235 63
80115875	Petrobakken Energy Ltd	06/21/2010	08/04/2011	3 000	39 47	71 31		-31 84	-31 84
80115875	Petrobakken Energy Ltd	06/21/2010	08/04/2011	200 000	2 631 13	4,754 38		-2,123 25	-2,123 25
				203 000	2 670 60	4 825 69		-2,155 09	-2 155 09
80115875	Philip Morris Intl Inc	06/21/2010	08/04/2011	33 000	2,260 14	1,524 57		735 57	735 57
80115875	ACE Limited	06/21/2010	08/05/2011	32,000	2,032 42	1,716 76		315 66	315 66
80115875	American Express	06/21/2010	08/05/2011	27 000	1,289 12	1,159 70		129 42	129 42
80115875	American Express	10/21/2010	08/05/2011	44 000	2,100 78	1,777 21	323 57		323 57
				71 000	3,389 90	2,936 91	323 57	129 42	452 99
13858706	Call Spdr S&P 500 Eff Tr 09/17/2011	09/15/2011	08/05/2011	6 000	1,874 93	113 85	1,761 08		1,761 08
80115875	Chevron Corp	06/21/2010	08/05/2011	26 000	2 542 74	1 987 06		555 68	555 68
80115875	Illinois Tool Works Inc Com	06/21/2010	08/05/2011	64 000	2 979 28	2 992 51		-13 23	-13 23
13858706	Put Spdr S&P 500 Eff Tr 06/16/2012	07/11/2011	08/05/2011	10 000	16 366 60	10 105 13	6,261 47		6 261 47
31531601	Aston Montag & Caldwell Gr	08/24/2010	08/08/2011	25,226 727	571,339 69	523,000 00	48,339 69		48,339 69
31531601	Aston Montag & Caldwell Gr	11/05/2010	08/08/2011	2,103 160	47,632 76	50,000 00	-2,367 24		-2,367 24
31531601	Aston Montag & Caldwell Gr	12/29/2010	08/08/2011	45 775	1,036 72	1,112 33	-75 61		-75 61
31531601	Aston Montag & Caldwell Gr	12/29/2010	08/08/2011	209,754	4,750 55	5 097 02	-346 47		-346 47
				27,585 416	624,759 72	579 209 35	45,550 37		45,550 37
31531601	Blackrock Latin America Inst	03/01/2010	08/08/2011	595 771	33,833 85	37,000 00		-3,166 15	-3 166 15
31531601	Blackrock Latin America Inst	03/07/2011	08/08/2011	414 153	23 519 76	30 000 00	-6,480 24		-6 480 24

Realized Gains and Losses From 07/01/2011 to 06/30/2012

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Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
31531601	Blackrock Latin America Inst	03/23/2011	08/08/2011	239 678	13,611 32	17,300 00	-3,688 68		-3,688 68
				1,249 602	70,964 93	84,300 00	-10,168 92	-3,166 15	-13,335 07
31531601	Pimco Unconstrained Bd Inst	02/24/2011	08/08/2011	11,475 536	126,984 23	127,962 44	-978 21		-978 21
31531601	Royce Opportunity Fund	08/24/2010	08/08/2011	5,656 857	53,803 33	50,000 00	3,803 33		3,803 33
80115875	American Express	10/21/2010	08/09/2011	19 000	826 82	767 43	59 39		59 39
80115875	American Express	03/15/2011	08/09/2011	105 000	4,569 29	4,568 94	0 35		0 35
				124 000	5,396 11	5,336 37	59 74		59 74
80115875	Wal Mart Stores Inc	06/21/2010	08/09/2011	87 000	4,297 47	4,455 15		-157 68	-157 68
13858706	V F Corp Com	03/21/2011	08/11/2011	51 000	5,581 43	4,780 71	800 72		800 72
80115875	Gap Inc	10/26/2010	08/12/2011	34 000	557 09	669 55	-112 46		-112 46
80115875	Gap Inc	12/07/2010	08/12/2011	130 000	2 130 07	2,788 22	-658 15		-658 15
				164 000	2,687 16	3,457 77	-770 61		-770 61
80115875	Illinois Tool Works Inc Com	06/21/2010	08/12/2011	48 000	2,164 42	2,244 38		-79 96	-79 96
80115875	Illinois Tool Works Inc Com	07/08/2010	08/12/2011	68 000	3 066 25	2,906 36		159 89	159 89
				116 000	5,230 67	5 150 74		79 93	79 93
80115875	ACE Limited	06/21/2010	08/16/2011	57 000	3,602 07	3,057 99		544 08	544 08
80115875	Amgen Inc	06/21/2010	08/17/2011	1 000	42 35	57 02		-14 67	-14 67
80115875	Autoliv Inc	06/21/2010	08/17/2011	1 000	46 10	52 83		-6 73	-6 73
80115875	Avnet Inc	06/21/2010	08/17/2011	1 000	19 08	28 21		-9 13	-9 13
80115875	Bail Corp	10/08/2010	08/17/2011	1 000	27 05	30 05	-3 00		-3 00
80115875	Berkshire Hathaway Cl B	06/21/2010	08/17/2011	2 000	136 25	160 23		-23 98	-23 98
80115875	Canadian Natural Res	12/01/2010	08/17/2011	1 000	28 08	39 49	-11 41		-11 41

Realized Gains and Losses

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Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
80115875	Capital One	01/07/2011	08/17/2011	1 000	35 99	45 10	-9 11		-9 11
80115875	CareFusion Corp	08/12/2011	08/17/2011	1 000	16 96	24 97	-8 01		-8 01
80115875	CBS Corporation Cl B New	12/07/2010	08/17/2011	2 000	40 97	36 09	4 88		4 88
80115875	Chevron Corp	06/21/2010	08/17/2011	1 000	89 58	76 43		13 15	13 15
80115875	Cinemark Holdings Inc	12/07/2010	08/17/2011	1 000	10 83	18 26	-7 43		-7 43
80115875	Citigroup Inc Com	04/19/2011	08/17/2011	2 000	51 65	89 85	-38 20		-38 20
80115875	Comcast Cp New Cl A Spl	06/21/2010	08/17/2011	3 000	54 98	55 90		-0 92	-0 92
80115875	Computer Assoc Intl Inc	07/28/2011	08/17/2011	1 000	11 44	22 28	-10 84		-10 84
80115875	Covidien Ltd	01/19/2011	08/17/2011	1 000	41 45	47 94	-6 49		-6 49
80115875	CVS Corp	04/01/2011	08/17/2011	1 000	25 00	34 85	-9 85		-9 85
80115875	Discover Financial Svcs	06/21/2010	08/17/2011	1 000	14 97	14 17		0 80	0 80
80115875	Ebay Inc	06/21/2010	08/17/2011	2 000	51 97	44 65		7 32	7 32
80115875	Edison Intl	06/21/2010	08/17/2011	1 000	27 61	34 54	-6 93		-6 93
80115875	EMC Corp Mass	06/21/2010	08/17/2011	1 000	14 12	19 51	-5 39		-5 39
80115875	Exxon Mobil Corp Com	06/21/2010	08/17/2011	1 000	65 50	63 95		1 55	1 55
80115875	Groupe C G I Inc	10/04/2010	08/17/2011	1 000	11 01	15 44	-4 43		-4 43
80115875	Harris Corp	06/21/2010	08/17/2011	1 000	28 22	48 75		-20 53	-20 53
80115875	Home Depot Inc	11/16/2010	08/17/2011	1 000	24 49	32 38	-7 89		-7 89
80115875	Honeywell Inc Com	06/21/2010	08/17/2011	1 000	37 08	43 59		-6 51	-6 51
80115875	Humana Inc Com	06/21/2010	08/17/2011	1 000	66 04	50 01		16 03	16 03

Realized Gains and Losses From 07/01/2011 to 06/30/2012

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Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
80115875	Huntington Ingalls Industries	07/16/2010	08/17/2011	1 000	20 64	31 85		-11 21	-11 21
80115875	IAC InteractiveCorp New	03/02/2011	08/17/2011	1 000	27 94	30 98	-3 04		-3 04
80115875	ITT Industries Inc	05/04/2011	08/17/2011	1 000	37 95	57 02	-19 07		-19 07
80115875	J P Morgan & Co Inc Com	06/21/2010	08/17/2011	4 000	136 53	157 79		-21 26	-21 26
80115875	Johnson & Johnson Com	06/21/2010	08/17/2011	1 000	55 80	59 30		-3 50	-3 50
80115875	Kohls Corporation	12/23/2010	08/17/2011	1 000	38 89	53 91	-15 02		-15 02
80115875	Lear Corp	06/13/2011	08/17/2011	1 000	36 89	48 75	-11 86		-11 86
80115875	Macy's Inc	06/21/2010	08/17/2011	1 000	16 42	21 23		-4 81	-4 81
80115875	Manpower Inc Wis Com	06/21/2010	08/17/2011	1 000	32 63	46 09		-13 46	-13 46
80115875	Marsh & McLennan Cos Inc	08/05/2011	08/17/2011	1 000	19 56	28 24	-8 68		-8 68
80115875	McGraw-Hill Companies Inc	05/04/2011	08/17/2011	1 000	29 95	40 67	-10 72		-10 72
80115875	McKesson Corp New	06/21/2010	08/17/2011	1 000	69 87	69 91		-0 04	-0 04
80115875	MeLife Inc	03/03/2011	08/17/2011	1 000	25 10	44 30	-19 20		-19 20
80115875	Microsoft Corp Com	06/21/2010	08/17/2011	3 000	66 86	78 89		-12 03	-12 03
80115875	Occidental Petroleum	06/21/2010	08/17/2011	1 000	80 55	87 66		-7 11	-7 11
80115875	Omnicom Group Inc Com	06/21/2010	08/17/2011	1 000	32 36	38 56		-6 20	-6 20
80115875	Oracle Corporation	06/21/2010	08/17/2011	2 000	46 43	46 66		-0 23	-0 23
80115875	Pfizer Inc Com	08/03/2010	08/17/2011	6 000	101 75	98 34		3 41	3 41
80115875	PNC Financial Services Grou	01/14/2011	08/17/2011	1 000	38 32	63 88	-25 56		-25 56
80115875	Raymond James Finl Inc	06/21/2010	08/17/2011	1 000	18 46	27 87		-9 41	-9 41

Realized Gains and Losses
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Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
80115875	Raytheon Co Cl B	01/19/2011	08/17/2011	1 000	32 16	51 09	-18 93		-18 93
80115875	Reliance ST & Aluminum	06/21/2010	08/17/2011	1 000	31 85	44 98		-13 13	-13 13
80115875	Royal Dutch Shell A Adrf	02/16/2011	08/17/2011	1 000	57 15	69 68	-12 53		-12 53
80115875	Seagate Technology PLC	10/13/2010	08/17/2011	2 000	15 35	25 76	-10 41		-10 41
80115875	SLM Corp	06/21/2010	08/17/2011	4 000	46 53	49 03		-2 50	-2 50
80115875	Target Corp	12/09/2010	08/17/2011	1 000	43 05	59 32	-16 27		-16 27
80115875	Time Warner Inc Com	06/21/2010	08/17/2011	1 000	21 59	33 30		-11 71	-11 71
80115875	Travelers Companies Inc	06/21/2010	08/17/2011	1 000	43 49	51 62		-8 13	-8 13
80115875	Tyco Electronics Ltd	07/16/2010	08/17/2011	2 000	53 27	50 85		2 42	2 42
80115875	Tyco Intl LTD	06/21/2010	08/17/2011	1 000	33 06	39 03		-5 97	-5 97
80115875	United Technologies Corp	06/21/2010	08/17/2011	1 000	63 67	70 09		-6 42	-6 42
80115875	US Bancorp Del New	06/21/2010	08/17/2011	2 000	35 69	47 68		-11 99	-11 99
80115875	Validus Holdings Ltd	06/21/2010	08/17/2011	1 000	17 49	24 96		-7 47	-7 47
80115875	Viacom Inc Com Cl B	06/21/2010	08/17/2011	2 000	82 01	71 93		10 08	10 08
80115875	Vodafone Group PLC ADR	06/21/2010	08/17/2011	1 000	18 85	21 57		-2 72	-2 72
80115875	Wal Mart Stores Inc	06/21/2010	08/17/2011	1 000	42 80	51 21		-8 41	-8 41
80115875	Wells Fargo & Co New	06/21/2010	08/17/2011	5 000	115 10	141 99		-26 89	-26 89
80115875	Western Digital Corp	10/13/2010	08/17/2011	1 000	22 41	29 73	-7 32		-7 32
80115875	Western Union Company	08/24/2010	08/17/2011	2 000	25 17	31 25	-6 08		-6 08
80115875	Xerox Corporation Com	07/22/2010	08/17/2011	4 000	23 89	36 11		-12 22	-12 22

Realized Gains and Losses

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Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
80115875	Aynet Inc	06/21/2010	08/18/2011	333 000	8,708 20	9,395 53	-1,241 59	-687 33	-687 33
80115875	Aynet Inc	05/11/2011	08/18/2011	113 000	2,955 03	4,196 62	-1,241 59	-687 33	-1,241 59
				446 000	11,663 23	13,592 15	-1,241 59	-687 33	-1,928 92
80115875	Ball Corp	10/08/2010	08/18/2011	56 000	1,932 61	1,682 98	249 63		249 63
80115875	Groupe C G I Inc	10/04/2010	08/19/2011	39 000	737 84	601 97	135 87		135 87
80115875	Groupe C G I Inc	12/10/2010	08/19/2011	69 000	1,305 39	1,119 45	185 94		185 94
				108 000	2,043 23	1,721 42	321 81		321 81
80115875	LAC Interactive Corp New	03/02/2011	08/19/2011	59 000	2,088 56	1,827 84	260 72		260 72
80115875	Albemarle Corp	06/21/2010	08/23/2011	86 000	3,963 47	3,773 78	189 69		189 69
80115875	Ebay Inc	06/21/2010	08/29/2011	130 000	3,945 83	2,902 26	1,043 57		1,043 57
80115875	Manpower Inc Wis Com	06/21/2010	09/06/2011	186 000	6,695 68	8,572 23	-1,876 55		-1,876 55
13858706	Call Spdr S&P 500 Etf Tr 10/22/2011	10/21/2011	09/15/2011	6 000	2,088 11	677 85	1,410 26		1,410 26
80115875	Ball Corp	10/08/2010	09/23/2011	107 000	3,329 35	3,215 70	113 65		113 65
80115875	Siemens Ag Adr	06/21/2010	09/23/2011	63 000	5,535 70	6,172 70	-637 00		-637 00
80115875	Huntington Ingalls Industries.	07/16/2010	09/28/2011	17 000	434 43	541 41	-106 98		-106 98
80115875	Huntington Ingalls Industries.	07/30/2010	09/28/2011	6 000	153 33	204 43	-51 10		-51 10
80115875	Huntington Ingalls Industries.	04/07/2011	09/28/2011	66 000	1,686 60	2,556 42	-869 82		-869 82
80115875	Huntington Ingalls Industries.	04/27/2011	09/28/2011	49 000	1,252 19	1,921 70	-669 51		-669 51
				138 000	3,526 55	5,223 96	-1,539 33	-158 08	-1,697 41
13858706	Sysco Corp	03/21/2011	09/30/2011	143 000	3,692 03	4,019 81	-327 78		-327 78
80115875	Huntington Ingalls Industries.	04/27/2011	10/03/2011	23 000	555 44	902 02	-346 58		-346 58
80115875	Huntington Ingalls Industries.	06/20/2011	10/03/2011	62 000	1,497 27	2,242 93	-745 66		-745 66

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Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
80115875	Huntington Ingalls Industries.	07/06/2011	10/03/2011	41 000	990 13	1 470 03	-479 90		-479 90
				126 000	3 042 84	4 614 98	-1 572 14		-1 572 14
80115875	Canadian Natural Res	12/01/2010	10/04/2011	136 000	3 544 63	5 371 23	-1 826 60		-1 826 60
80115875	Canadian Natural Res	05/17/2011	10/04/2011	77 000	2 006 89	3 112 54	-1 105 65		-1 105 65
				213 000	5 551 52	8 483 77	-2 932 25		-2 932 25
80115875	EMC Corp Mass	06/21/2010	10/04/2011	150 000	3 084 24	2 926 28		157 96	157 96
80115875	Home Depot Inc	11/16/2010	10/04/2011	93 000	2 930 56	3 011 59	-81 03		-81 03
80115875	Humana Inc Com	06/21/2010	10/04/2011	84 000	5 635 45	4 200 60		1 434 85	1 434 85
80115875	IAC InteractiveCorp New	03/02/2011	10/04/2011	93 000	3 424 60	2 881 17	543 43		543 43
80115875	IAC InteractiveCorp New	04/28/2011	10/04/2011	6 000	220 95	207 98	12 97		12 97
				99 000	3 645 55	3 089 15	556 40		556 40
80115875	Ebay Inc	06/21/2010	10/13/2011	69 000	2 247 29	1 540 43		706 86	706 86
80115875	United Technologies Corp	06/21/2010	10/13/2011	28 000	2 087 36	1 962 46		124 90	124 90
80115875	International Business Machi	06/21/2010	10/20/2011	39 000	6 928 61	5 115 46		1 813 15	1 813 15
80115875	Philip Morris Intl Inc	06/21/2010	10/20/2011	39 000	2 663 03	1 801 76		861 27	861 27
13858706	Call Spdr S&P 500 Etf Tr 11/19/2011	11/17/2011	10/21/2011	6 000	1 608 12	263 85	1 344 27		1 344 27
80115875	Discover Financial Svcs	06/21/2010	10/26/2011	198 000	4 637 07	2 806 10		1 830 97	1 830 97
80115875	Groupe C G I Inc	12/10/2010	10/26/2011	69 000	1 382 73	1 119 44	263 29		263 29
80115875	Groupe C G I Inc	12/30/2010	10/26/2011	61 000	1 222 42	1 035 67	186 75		186 75
				130 000	2 605 15	2 155 11	450 04		450 04
80115875	IAC InteractiveCorp New	04/28/2011	10/26/2011	66 000	2 731 03	2 287 78	443 25		443 25

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Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
13858706	Put Spdr S&P 500 Eff Tr 12/17/2011	08/05/2011	10/28/2011	12 000	1,716 92	7,774 69	-6,057 77		-6 057 77
13858706	Schw US Leap Eff	08/08/2011	10/28/2011	155 000	4,719 13	4,261 37	457 76		457 76
13858706	Schw US Leap Eff	08/08/2011	10/28/2011	176 000	5,358 50	4,736 93	621 57		621 57
				331 000	10,077 63	8,998 30	1,079 33		1,079 33
80115875	SM Energy Company	06/20/2011	10/28/2011	48 000	4,217 28	2,986 55	1,230 73		1,230 73
80115875	Tyco Electronics Ltd	07/16/2010	10/28/2011	77 000	2,816 69	1,957 67	859 02		859 02
80115875	J P Morgan & Co Inc Com	06/21/2010	11/01/2011	193 000	6,342 25	7,613 28	-1,271 03		-1,271 03
80115875	Tyco Electronics Ltd	07/16/2010	11/04/2011	123 000	4,302 58	3,127 19	1,175 39		1,175 39
80115875	Groupe C G I Inc	12/30/2010	11/10/2011	142 000	2,837 39	2,410 90	426 49		426 49
80115875	Amgen Inc	06/21/2010	11/11/2011	1 000	58 13	57 02	1 11		1 11
80115875	Annaly Capital Mgmt	09/09/2011	11/11/2011	1 000	16 31	17 67	-1 36		-1 36
80115875	Berkshire Hathaway Cl B	06/21/2010	11/11/2011	1 000	76 77	80 12	-3 35		-3 35
80115875	Capital One	01/07/2011	11/11/2011	1 000	45 26	45 10	0 16		0 16
80115875	CareFusion Corp	08/12/2011	11/11/2011	1 000	24 78	24 97	-0 19		-0 19
80115875	CBS Corporation Cl B New	12/07/2010	11/11/2011	2 000	53 06	36 09	16 97		16 97
80115875	Chevron Corp	06/21/2010	11/11/2011	1 000	106 91	76 43	30 48		30 48
80115875	Cinemark Holdings Inc	12/07/2010	11/11/2011	1 000	20 06	18 26	1 80		1 80
80115875	Cisco Sys Inc Com	11/10/2011	11/11/2011	1 000	18 98	18 69	0 29		0 29
80115875	Citigroup Inc Com	04/19/2011	11/11/2011	2 000	59 06	89 85	-30 79		-30 79
80115875	Comcast Cp New Cl A Spl	06/21/2010	11/11/2011	2 000	45 02	37 27	7 75		7 75

Realized Gains and Losses
From 07/01/2011 to 06/30/2012

STYBERG FOUNDATION COMBINED ASSETS Acct # STYBERG-FDN

Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
80115875	Computer Assoc Intl Inc	07/28/2011	11.11/2011	1 000	21 88	22 28	-0 40		-0 40
80115875	Covidien Ltd	01/19/2011	11.11/2011	1 000	47 68	47 94	-0 26		-0 26
80115875	CVS Corp	04/01/2011	11.11/2011	1 000	39 28	34 85	4 43		4 43
80115875	Discover Financial Svcs	06/21/2010	11.11/2011	1 000	24 65	14 17		10 48	10 48
80115875	Ebay Inc	06/21/2010	11.11/2011	2 000	63 00	44 65		18 35	18 35
80115875	Edison Intl	06/21/2010	11.11/2011	1 000	40 72	34 54		6 18	6 18
80115875	EMC Corp Mass	06/21/2010	11.11/2011	1 000	24 81	19 51		5 30	5 30
80115875	EOG Resources Inc	09/17/2010	11.11/2011	1 000	102 61	88 56		14 05	14 05
80115875	Exelis Inc	05/04/2011	11.11/2011	1 000	10 17	13 25	-3 08		-3 08
80115875	Expedia Inc	11/01/2011	11.11/2011	1 000	27 85	26 23	1 62		1 62
80115875	Exxon Mobil Corp Com	06/21/2010	11.11/2011	1 000	79 63	63 95		15 68	15 68
80115875	Fifth Third Bancorp	10/26/2011	11.11/2011	2 000	24 42	23 80	0 62		0 62
80115875	General Electric	09/22/2011	11.11/2011	6 000	98 52	89 93	8 59		8 59
80115875	Harris Corp	06/21/2010	11.11/2011	1 000	38 18	48 75		-10 57	-10 57
80115875	Home Depot Inc	11/16/2010	11.11/2011	1 000	38 15	32 38	5 77		5 77
80115875	Honeywell Inc Com	06/21/2010	11.11/2011	1 000	55 42	43 59		11 83	11 83
80115875	Humana Inc Com	06/21/2010	11.11/2011	1 000	87 94	50 01		37 93	37 93
80115875	J P Morgan & Co Inc Com	06/21/2010	11.11/2011	3 000	101 40	118 34		-16 94	-16 94
80115875	Johnson & Johnson Com	06/21/2010	11.11/2011	1 000	65 26	59 30		5 96	5 96
80115875	Lear Corp	06/13/2011	11.11/2011	1 000	43 98	48 75	-4 77		-4 77

Realized Gains and Losses From 07/01/2011 to 06/30/2012

STYBERG FOUNDATION		COMBINED ASSETS		Acct # STYBERG-FDN		
Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts						
Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost
80115875	Macy's Inc	06/21/2010	11/11/2011	1 000	31 29	21.23
80115875	Marsh & McLennan Cos Inc	08/05/2011	11/11/2011	1 000	30 94	28.24
80115875	McGraw-Hill Companies Inc	05/04/2011	11/11/2011	1 000	43 17	40.67
80115875	McKesson Corp New	06/21/2010	11/11/2011	1 000	83 06	69 91
80115875	MetLife Inc	03/03/2011	11/11/2011	1 000	33 10	44 30
80115875	Microsoft Corp Com	06/21/2010	11/11/2011	3 000	81 15	78.89
80115875	Noble Energy	06/21/2010	11/11/2011	1 000	94 56	66 62
80115875	Occidental Petroleum	06/21/2010	11/11/2011	1 000	100 08	87 66
80115875	Omnicom Group Inc Com	06/21/2010	11/11/2011	1 000	44 39	38 56
80115875	Oracle Corporation	06/21/2010	11/11/2011	2 000	65 14	46 66
80115875	Pfizer Inc Com	08/03/2010	11/11/2011	5 000	100 52	81 95
80115875	PNC Financial Services Grou	01/14/2011	11/11/2011	1 000	54 01	63 88
80115875	Raymond James Finl Inc	06/21/2010	11/11/2011	1 000	30 38	27 87
80115875	Raytheon Co Cl B	01/19/2011	11/11/2011	1 000	45 58	51 09
80115875	Reliance Stl & Aluminum	06/21/2010	11/11/2011	1 000	45 33	44 98
80115875	Royal Dutch Shell A Adrf	02/16/2011	11/11/2011	1 000	70 86	69 68
80115875	Sengate Technology PLC	10/13/2010	11/11/2011	2 000	35 48	25 76
80115875	SLM Corp	06/21/2010	11/11/2011	3 000	42 75	36 78
80115875	Target Corp	12/09/2010	11/11/2011	1 000	52 89	59 32
80115875	Time Warner Inc Com	06/21/2010	11/11/2011	1 000	35 12	33 30

Realized Gains and Losses

From 07/01/2011 to 06/30/2012

STYBERG FOUNDATION COMBINED ASSETS Acct # STYBERG-FDN

Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
80115875	Travelers Companies Inc	06/21/2010	11/11/2011	1 000	58 37	51 62		6 75	6 75
80115875	Tyco Electronics Ltd	07/30/2010	11/11/2011	1 000	34 73	26 82		7 91	7 91
80115875	Tyco Ind LTD	06/21/2010	11/11/2011	1 000	45 98	39 03		6 95	6 95
80115875	US Bancorp Del New	06/21/2010	11/11/2011	2 000	51 84	47 68		4 16	4 16
80115875	Validus Holdings Ltd	06/21/2010	11/11/2011	1 000	28 99	24 96		4 03	4 03
80115875	Viacom Inc Com Cl B	06/21/2010	11/11/2011	1 000	45 27	35 97		9 30	9 30
80115875	Vodafone Group PLC ADR	06/21/2010	11/11/2011	1 000	28 98	21 57		7 41	7 41
80115875	Wal Mart Stores Inc	06/21/2010	11/11/2011	1 000	59 09	51 21		7 88	7 88
80115875	Wells Fargo & Co New	06/21/2010	11/11/2011	4 000	102 72	113 59		-10 87	-10 87
80115875	Western Digital Corp	10/13/2010	11/11/2011	1 000	26 59	29 73		-3 14	-3 14
80115875	Western Union Company	08/24/2010	11/11/2011	2 000	34 70	31 25		3 45	3 45
80115875	Xerox Corporation Com	07/22/2010	11/11/2011	4 000	33 36	36 11		-2 75	-2 75
80115875	Xylem Inc	05/04/2011	11/11/2011	1 000	23 89	32 85	-8 96		-8 96
13858706	United Technologies Corp	03/21/2011	11/14/2011	59 000	4 644 46	4 822 64	-178 18		-178 18
80115875	ITT Industries Inc	05/04/2011	11/15/2011	55 000	1 099 97	1 201 19	-101 22		-101 22
80115875	ITT Industries Inc	06/17/2011	11/15/2011	28 500	569 99	613 37	-43 38		-43 38
80115875	ITT Industries Inc.	09/07/2011	11/15/2011	34 500	689 99	586 78	103 21		103 21
				118 000	2 359 95	2 401 34	-41 39		-41 39
31331601	Dodge & Cox International S	03/07/2011	11/16/2011	4 079 163	122 936 81	150 000 00	-27 063 19		-27 063 19
80115875	Edison Intl	06/21/2010	11/16/2011	54 000	2 176 81	1 864 95		311 86	311 86
31331601	Harbor International Inst'l Fu	09/22/2008	11/16/2011	349 417	18 812 24	19 660 89		-848 65	-848 65
31331601	Harbor International Inst'l Fu	03/23/2009	11/16/2011	1 236 992	67 675 09	45 000 00		22 675 09	22 675 09

Realized Gains and Losses From 07/01/2011 to 06/30/2012

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Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
31531601	Harbor International Inst'l Fu	03/01/2010	11/16/2011	763 464	41,104 08	40,000 00		1 104 08	1,104 08
				2,369 873	127,591 41	104,660 89		22,930 52	22,930 52
31531601	Pimco Total Return Institutio	08/10/2011	11/16/2011	19,833 188	215,140 14	220,000 00	-4,859 86		-4,859 86
80115875	Reliance Std & Aluminum	06/21/2010	11/16/2011	96 000	4,394 99	4,318 07		76 92	76 92
80115875	Travelers Companies Inc	06/21/2010	11/16/2011	37 000	2,096 45	1,909 88		186 57	186 57
80115875	United Technologies Corp	06/21/2010	11/16/2011	57 000	4,448 30	3,995 01		453 29	453 29
13858706	Call Spdr S&P 500 Etf Tr 12/17/2011	12/17/2011	11/17/2011	6 000	1,848 11	0 00	1,848 11		1,848 11
80115875	Western Digital Corp	10/13/2010	11/17/2011	125 000	3,313 89	3,716 18		-402 29	-402 29
80115875	Western Digital Corp	06/29/2011	11/17/2011	41 000	1,086 96	1,477 08	-390 12		-390 12
80115875	Western Digital Corp	08/09/2011	11/17/2011	76 000	2,014 84	2,241 07	-226 23		-226 23
				242 000	6,415 69	7,434 33	-616 35	-402 29	-1,018 64
80115875	Ebay Inc	06/21/2010	11/23/2011	96 000	2,778 29	2 143 21		635 08	635 08
80115875	Exelis Inc	05/04/2011	11/23/2011	109 000	991 99	1 444 48	-452 49		-452 49
80115875	Exelis Inc	06/17/2011	11/23/2011	57 000	518 75	744 37	-225 62		-225 62
80115875	Exelis Inc	09/07/2011	11/23/2011	69 000	627 96	712 10	-84 14		-84 14
				235 000	2,138 70	2,900 95	-762 25		-762 25
13858706	Medtronic Inc Com	03/21/2011	11/23/2011	105 000	3,561 87	4,001 89	-440 02		-440 02
80115875	Noble Energy	06/21/2010	11/29/2011	61 000	5,708 41	4,063 78		1 644 63	1,644 63
80115875	Noble Energy	05/17/2011	11/29/2011	11 000	1,029 39	963 35	66 04		66 04
				72 000	6,737 80	5,027 13	66 04	1,644 63	1,710 67
80115875	Liberty Media New Ser A	06/21/2010	11/30/2011	0 143	11 04	8 69		2 35	2 35
80115875	Home Depot Inc	11/16/2010	12/01/2011	74 000	2,906 04	2 396 32		509 72	509 72

Realized Gains and Losses

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Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
80115875	Reliance Std & Aluminum	06/21/2010	12/01/2011	23 000	1,116 19	1,034 53		81 66	81 66
80115875	Wal Mart Stores Inc	06/21/2010	12/01/2011	22 000	1,289 44	1,126 59		162 85	162 85
80115875	Viacom Inc Com Cl B	06/21/2010	12/02/2011	72 000	3,114 80	2,589 58		525 22	525 22
80115875	Viacom Inc Com Cl B	06/21/2010	12/02/2011	90 000	3,893 51	3,236 98		656 53	656 53
				162 000	7,008 31	5,826 56		1,181 75	1,181 75
80115875	Humana Inc Com	06/21/2010	12/07/2011	65 000	5 605 10	3,250 46		2,354 64	2 354 64
80115875	Cinemark Holdings Inc	12/07/2010	12/09/2011	183 000	3 718 49	3,341 10		377 39	377 39
80115875	Cinemark Holdings Inc	12/16/2010	12/09/2011	141 000	2 865 06	2,465 03	400 03		400 03
				324 000	6,583 55	5,806 13	400 03	377 39	777 42
80115875	Philip Morris Intl Inc	06/21/2010	12/14/2011	13 000	971 80	600 58		371 22	371 22
80115875	Philip Morris Intl Inc	06/21/2010	12/14/2011	25 000	1,868 84	1,154 98		713 86	713 86
				38 000	2,840 64	1,755 56		1,085 08	1,085 08
80115875	Travelers Companies Inc	06/21/2010	12/14/2011	51 000	2,878 99	2,632 53		246 46	246 46
13858706	J P Morgan & Co Inc Com	03/21/2011	12/16/2011	88 000	2,788 12	4,017 17	-1,229 05		-1,229 05
80115875	Noble Energy	05/17/2011	12/16/2011	32 000	2,876 49	2,802 47	74 02		74 02
80115875	Noble Energy	06/21/2011	12/16/2011	1 000	89 89	85 50	4 39		4 39
				33 000	2,966 38	2,887 97	78 41		78 41
13858706	Nucor Corp	03/21/2011	12/16/2011	70 000	2,699 38	3,189 68	-490 30		-490 30
13858706	Prudential Financial	03/21/2011	12/16/2011	79 000	3,773 29	4,832 62	-1,059 33		-1,059 33
13858706	Schw US Leap Etf	11/01/2011	12/16/2011	178 000	5,169 34	5,179 76	-10 42		-10 42
13858706	Call Spdr S&P 500 Etf Tr 01/21/2012	01/17/2012	12/21/2011	6 000	996 13	2,403 45	-1 407 32		-1 407 32
80115875	Tripadvisor Inc	11/01/2011	12/21/2011	0 500	12 97	0 00	12 97		12 97

Realized Gains and Losses From 07/01/2011 to 06/30/2012

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Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
80115875	EMC Corp Mass	06/21/2010	12/22/2011	241 000	5 254 18	4,701 55		552 63	552 63
80115875	Oracle Corporation	06/21/2010	12/22/2011	216 000	5,488 67	5,039 71		448 96	448 96
80115875	Expedia Inc	11/01/2011	12 23/2011	0 500	14 70	26 23	-11 53		-11 53
80115875	Raytheon Co Cl B	01/19/2011	01 05/2012	46 000	2 203 91	2,350 32	-146 41		-146 41
80115875	BMC Software Inc	10/04/2011	01/06/2012	131 000	4 211 70	4,982 90	-771 20		-771 20
80115875	CBS Corporation Cl B New	12/07/2010	01 09/2012	93 000	2 607 83	1,678 34		929 49	929 49
80115875	Raymond James Finl Inc	06/21/2010	01 09/2012	75 000	2,484 12	2,090 16		393 96	393 96
80115875	Viacom Inc Com Cl B	06/21/2010	01 09/2012	45 000	2,100 15	1,618 49		481 66	481 66
13858706	Call Spdr S&P 500 Etf Tr 03/17/2012	03/14/2012	01 17/2012	6 000	1,663 02	4,769 85	-3 106 83		-3,106 83
80115875	Noble Energy	06/21/2011	01 19/2012	25 000	2,465 20	2,137 60	327 60		327 60
80115875	Reliance Std & Aluminum	06/21/2010	01/19/2012	17 000	965 96	764 66		201 30	201 30
80115875	Reliance Std & Aluminum	08/04/2011	01/19/2012	73 000	4 147 95	3,201 82	946 13		946 13
				90 000	5,113 91	3,966 48	946 13	201 30	1,147 43
80115875	Trpadvisor Inc	11/01/2011	01 20/2012	110 500	3,331 72	0 00	3,331 72		3,331 72
80115875	Trpadvisor Inc	11/22/2011	01 20/2012	53 500	1,613 09	0 00	1,613 09		1 613 09
				164 000	4,944 81	0 00	4,944 81		4,944 81
80115875	Viacom Inc Com Cl B	06/21/2010	02 01/2012	143 000	6,799 99	5,143 19		1,656 80	1,656 80
13858706	Hewlett Packard	03/21/2011	02 06/2012	115 000	3 300 27	4,799 62	-1,499 35		-1,499 35
13858706	New York Cmnty Bancorp	07/15/2011	02 06/2012	50 000	609 59	761 59	-152 00		-152 00
13858706	Put Spdr S&P 500 Etf Tr 06/16/2012	10/28/2011	02 06/2012	17 000	3,871 18	12,197 14	-8,325 96		-8,325 96

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Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
80115875	Chevron Corp	06/21/2010	02/07/2012	89 000	9 429 65	6,801 85		2,627 80	2,627 80
80115875	Noble Energy	06/21/2011	02/09/2012	11 000	1 139 65	940 54	199 11		199 11
80115875	Noble Energy	10/04/2011	02/09/2012	48 000	4 972 98	3 276 58	1,696 40		1,696 40
				59 000	6,112 63	4,217 12	1,895 51		1,895 51
31531601	Pimco Unconstrained Bd Inst'	02/24/2011	02/13/2012	2,479 131	27,309 23	27 644 52	-335 29		-335 29
31531601	Pimco Unconstrained Bd Inst'	08/04/2011	02/13/2012	8,996 404	99,101 22	100 000 00	-898 78		-898 78
				11,475 535	126,410 45	127,644 52	-1,234 07		-1,234 07
80115875	SM Energy Company	06/20/2011	02/24/2012	28 000	2,325 20	1,742 15	583 05		583 05
80115875	SM Energy Company	08/04/2011	02/24/2012	40 000	3 321 72	3 214 83	106 89		106 89
				68 000	5,646 92	4,956 98	689 94		689 94
80115875	Wal Mart Stores Inc	06/21/2010	02/28/2012	38 000	2,231 77	1,945 92	285 85		285 85
80115875	Wal Mart Stores Inc	06/25/2010	02/28/2012	35 000	2,055 57	1,742 85	312 72		312 72
80115875	Wal Mart Stores Inc	09/24/2010	02/28/2012	14 000	822 24	762 65	59 59		59 59
				87 000	5 109 58	4,451 42	658 16		658 16
80115875	SLM Corp	06/21/2010	03/02/2012	160 000	2,580 06	1,961 34	618 72		618 72
80115875	United Technologies Corp	06/21/2010	03/02/2012	15,000	1,264 81	1 051 32	213 49		213 49
80115875	Apple Computer Inc Com	06/28/2011	03/06/2012	19 000	10,044 28	6,346 12	3,698 16		3,698 16
80115875	United Technologies Corp	06/21/2010	03/06/2012	27 000	2,207 53	1,892 37	315 16		315 16
80115875	United Technologies Corp	06/06/2011	03/06/2012	45 000	3,679 22	3,766 83	-87 61		-87 61
				72 000	5,886 75	5 659 20	-87 61	315 16	227 55
80115875	Visteon Corp	02/11/2011	03/06/2012	75 000	3,900 99	5,314 11	-1,413 12		-1,413 12
13858706	S&P Dep Rec't	03/21/2011	03/14/2012	25 000	3 481 07	3,240 85	240 22		240 22
13858706	Call Spdr S&P 500 Etf Tr 04/21/2012	04/21/2012	03/19/2012	3 000	617 57	0 00	617 57		617 57
80115875	Annaly Capital Mgmt	09/09/2011	03/28/2012	302 000	4 729 52	5,336 34	-606 82		-606 82

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Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
80115875	Annaly Capital Mgmt	10/26/2011	03/28/2012	104 000	1,628 71	1 732 64	-103 93		-103 93
				-406 000	6,358 23	7,068 98	-710 75		-710 75
80115875	Raymond James Finl Inc	06/21/2010	03/28/2012	85 000	3,126 47	2,368 85		757 62	757 62
80115875	Raymond James Finl Inc	07/08/2011	03/28/2012	67 000	2,464 39	2,222 50	241 89		241 89
				152 000	5,590 86	4,591 35	241 89	757 62	999 51
13858706	Henry Jack & Assoc Inc	12/16/2011	03/29/2012	118 000	4,028.02	3,961 13	66 89		66 89
80115875	Honeywell Inc Com	06/21/2010	04/12/2012	56 000	3 250 84	2 441 16		809 68	809 68
80115875	Chevron Corp	06/21/2010	04/19/2012	100 000	10 306 37	7,642 53		2,663 84	2,663 84
80115875	IAC InteractiveCorp New	04/28/2011	04/19/2012	7 000	338 59	242 64	95 95		95 95
80115875	IAC InteractiveCorp New	05/20/2011	04/19/2012	61 000	2,950 61	2 201 78	748 83		748 83
				68 000	3,289 20	2,444 42	844 78		844 78
80115875	Kellogg Co	03/09/2012	04/23/2012	61 000	3,111 73	3,191 76	-80 03		-80 03
80115875	Kellogg Co	03/12/2012	04/23/2012	61 000	3,111 72	3,221 85	-110 13		-110 13
				122 000	6,223 45	6 413 61	-190 16		-190 16
13858706	Call Spdr S&P 500 Etf Tr 05/19/2012	05/19/2012	04/25/2012	3 000	611 57	0 00	611 57		611 57
80115875	Expedia Inc	11/01/2011	04/27/2012	110 500	4,612 39	5,796 14	-1 183 75		-1,183 75
80115875	Expedia Inc	11/22/2011	04/27/2012	53 500	2,233 15	2,831 11	-597 96		-597 96
80115875	Expedia Inc	12/22/2011	04/27/2012	121 000	5,050 66	3 436 39	1,614 27		1,614 27
				285 000	11,896 20	12,063 64	-167 44		-167 44
80115875	Chevron Corp	06/21/2010	04/30/2012	63 000	6,689 57	4 814 79		1,874 78	1,874 78
80115875	Acco Brands Corp	04/19/2012	05/01/2012	0 941	10 39	0 00	10 39		10 39
13858706	Phillips	03/21/2011	05/01/2012	0 500	16 00	17 83		-1 83	-1 83
80115875	Acco Brands Corp	04/19/2012	05/03/2012	68 000	766 48	0 00	766 48		766 48

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Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
13858706	Phillips	03/21/2011	05/03/2012	25 000	761 29	891 35		-130 06	-130 06
80115875	Chevron Corp	06/21/2010	05/07/2012	65 000	6,696 36	4,967 65		1,728 71	1,728 71
80115875	Davita Inc	10/20/2011	05/09/2012	40 000	3,422 16	2,658 80	763 36		763 36
80115875	Home Depot Inc	11/16/2010	05/09/2012	1 000	50 12	32 38		17 74	17 74
80115875	Home Depot Inc	08/18/2011	05/09/2012	144 000	7,217 22	4,610 90	2,606 32		2 606 32
				145 000	7,267 34	4,643 28	2,606 32	17 74	2,624 06
80115875	Wal Mart Stores Inc	09/24/2010	05/16/2012	21 000	1,247.64	1,143 97		103 67	103 67
80115875	Wal Mart Stores Inc	10/21/2010	05/16/2012	86 000	5,109 41	4,621.13		488 28	488 28
				107 000	6,357 05	5,765 10		591 95	591 95
13858706	Call Spdr S&P 500 Etf Tr 06/16/2012	06/14/2012	05/21/2012	3 000	851 56	0 00	851 56		851 56
80115875	PNC Financial Services Grou	01/14/2011	05/23/2012	54 000	3,295 29	3,449 66		-154 37	-154 37
80115875	PNC Financial Services Grou	01/21/2011	05/23/2012	80 000	4,881 91	4,847.25		34 66	34 66
80115875	PNC Financial Services Grou	03/11/2011	05/23/2012	28 000	1,708 67	1,770 35		-61 68	-61 68
80115875	PNC Financial Services Grou	04/26/2011	05/23/2012	18 000	1,098 43	1 117 95		-19 52	-19 52
				180 000	10,984 30	11,185 21		-200 91	-200 91
80115875	WPX Energy Inc	01/25/2012	05/29/2012	200 000	3 232 31	3,043 60	188 71		188 71
80115875	WPX Energy Inc	02/07/2012	05/29/2012	188 000	3,038 37	3,163 93	-125 56		-125 56
				388 000	6,270 68	6,207 53	63 15		63 15
80115875	Marsh & McLennan Cos Inc	08/05/2011	05/31/2012	115 000	3,690 49	3,248 13	442 36		442 36
80115875	Marsh & McLennan Cos Inc	08/09/2011	05/31/2012	5 000	160 46	136 90	23 56		23 56
				120 000	3 850 95	3,385 03	465 92		465 92
80115875	EOG Resources Inc	09/17/2010	06/01/2012	27 000	2,520 63	2,391 15		129 48	129 48
13858706	S&P Dep Rect	03/21/2011	06/14/2012	300 000	39 279 17	38,890 17		389 00	389 00
80115875	Seagate Technology PLC	10/13/2010	06/14/2012	150 000	3,516 22	1,932.08		1,584 14	1,584 14

Realized Gains and Losses

From 07/01/2011 to 06/30/2012

STYBERG FOUNDATION COMBINED ASSETS Acct # STYBERG-FDN

Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
80115875	Xerox Corporation Com	07/22/2010	06/14/2012	322 000	2,463 89	2,906 73	-442 84		-442 84
80115875	Xerox Corporation Com	07/30/2010	06/14/2012	164 000	1 254 90	1,590 97	-336 07		-336 07
				486 000	3,718.79	4,497 70	-778 91		-778 91
80115875	Davita Inc	10/20/2011	06/20/2012	59 000	5,533.25	3,921 73	1,611 52		1,611 52
80115875	Davita Inc	11/04/2011	06/20/2012	10 000	937 84	729 16	208 68		208 68
				69 000	6,471 09	4,650 89	1,820 20		1,820 20
80115875	Macys Inc	06/21/2010	06/21/2012	249 000	8,755 15	5,285 96	3,469 19		3,469 19
80115875	Macys Inc	03/03/2011	06/21/2012	137 000	4,817 08	3,240 51	1 576 57		1 576 57
				386 000	13,572 23	8,526 47	5,045 76		5,045 76
80115875	Philip Morris Intl Inc	06/21/2010	06/21/2012	75 000	6,420.07	3 464 92	2,955 15		2,955 15
31531601	Cohen & Steers Realty Fund	08/10/2011	06/22/2012	3,984 064	262,948 22	220,000 00	42,948 22		42,948 22
13858706	Chubb Corp Com	03/21/2011	06/28/2012	23 000	1,621.11	1,362 00	259 11		259 11
13858706	Coach Inc	03/21/2011	06/28/2012	22 000	1,210 21	1,138 83	71 38		71 38
13858706	Duke Energy Corp	03/21/2011	06/28/2012	85 000	1,935 10	1,511 95	423 15		423 15
13858706	Intel Corp	03/21/2011	06/28/2012	53 000	1,346 47	1,072 50	273 97		273 97
13858706	S&P Dep Rec't	03/21/2011	06/28/2012	16 000	2,101 63	2 074 14	27 49		27 49
80115875	Seagate Technology PLC	10/13/2010	06/29/2012	139 000	3,370 81	1,790 40	1,580 41		1,580 41
80115875	Seagate Technology PLC	04/15/2011	06/29/2012	25 000	606 26	439 96	166 30		166 30
				164 000	3,977 07	2 230 36	1,746 71		1,746 71

Realized Gains and Losses

From 07/01/2011 to 06/30/2012

STYBERG FOUNDATION COMBINED ASSETS Acct # STYBERG-FDN

Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
STYFDN-CMNS	Common Sense Partners II -	04/01/2006	06/30/2012	0.500	205,916.69	375,000.00 \$197,636		-169,083.31 \$8,281	-169,083.31 \$8,281
	Short Term Gains				1,853,481.81	1,805,115.17	48,366.64		
	Total Long Gains				743,231.15	-847,269.79 \$669,905.79		-104,038.64 \$73,325.67	
	Total (Sales)				2,596,712.96	2,652,384.96 \$2,475,020.96	48,366.64	-104,038.64 \$73,325.67	-55,672.00 \$121,692.31

Capital Gain Distributions in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Pay Date	Short Term Gains	Total Long Gains	Total Gains
31531601	FPA Crescent Fund Inst	07/01/2011		360.42	360.42
31531601	Mathews China Fund Institut	12/08/2011		20,343.64	20,343.64
31531601	Mathews China Fund Institut	12/08/2011	115.19		115.19
			115.19	20,343.64	20,458.83
31531601	Mathews Pacific Tiger Instit	12/08/2011		3,970.80	3,970.80
31531601	Royce Premier Fund	12/08/2011		19,522.71	19,522.71
31531601	Mainstay High Yield Opportu	12/13/2011	397.97		397.97
31531601	Mainstay High Yield Opportu	12/13/2011		1,854.95	1,854.95
			397.97	1,854.95	2,252.92
31531601	Scout Core Plus Bd Fd Inst'l	12/16/2011		2,117.55	2,117.55
31531601	Scout Core Plus Bd Fd Inst'l	12/16/2011	15,094.87		15,094.87
			15,094.87	2,117.55	17,212.42
31531601	FPA Crescent Fund Inst	12/20/2011		4,240.96	4,240.96
31531601	EV Atlanta Capital SMID Ca	12/21/2011		343.93	343.93

Realized Gains and Losses
From 07/01/2011 to 06/30/2012

STYBERG FOUNDATION COMBINED ASSETS Acct # STYBERG-FDN

Capital Gain Distributions in Non-Taxable or Tax Deferred Accounts

Account Number	Description	Pay Date	Short Term Gains	Total Long Gains	Total Gains
31531601	EV Atlanta Capital SMID Ca	12/21/2011	190.87		190.87
			190.87	343.93	534.80
31531601	Lazard Emerging Markets Ins	12/28/2011		9,002.58	9,002.58
	Total (Distributions)		15,798.90	61,757.54	77,556.44
	Total Gains		64,165.54	43,381.10 \$134,722.79	21,884.44 \$198,888.33

Please Note: These reports are unaudited and are intended to supplement, but not replace account statements and trade confirmations prepared by the independent custodian of your accounts. Please compare the information in PCM's client reports with the information in account statements provided by your custodian. If you are not receiving periodic statements directly from your custodian, please contact us immediately at 414-359-1000. This report may NOT match custodian statements due to trade timing. Missing investment cost basis information will distort reports. You and your tax advisors MUST rely on the custodian statements. Securities displayed may be held by different custodians and market values of securities may vary from those reported by custodian. This report may not reflect all assets you own.

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E.C Styberg Foundation, Inc E.I N 39-1410323 Form 990-PF (2011) Part XV Line 3a
Grants and Contributions Paid
During the Year Ended June 30, 2012

NAME	CITY	STATE	PURPOSE	AMOUNT
Big Sisters of Racine, Inc	Racine	WI	General Support	\$1,000.00
HALO, Inc.	Racine	WI	Endowment Fund	\$1,000.00
Junior Achievement - Racine	Racine	WI	General Support - Racine	\$1,000.00
Lakeside Curative Services	Racine	WI	General Support	\$500.00
Leadership Racine c/o RAMAC	Racine	WI	General Support	\$1,000.00
Lincoln Lutheran of Racine	Racine	WI	General Support	\$1,000.00
Midwest Therapeutic	Racine	WI	General Support	\$1,000.00
Next Generation Now	Racine	WI	NGN Little Angel Fund	\$2,500.00
Racine Art Museum	Racine	WI	General Support	\$1,000.00
Racine County Opportunity Center	Racine	WI	Golf for Kids	\$2,000.00
Racine Friendship (formerly Harbor House)	Racine	WI	Program Support	\$1,000.00
Racine Habitat for Humanity	Racine	WI	General Support	\$1,000.00
Racine Heritage Museum	Racine	WI	General Support	\$1,000.00
Racine Literacy Council	Racine	WI	General Support	\$1,000.00
Racine Symphony	Racine	WI	General Support	\$1,000.00
Racine United Arts Fund	Racine	WI	General Support	\$1,500.00
Racine YMCA	Racine	WI	General Support/ Other	\$1,500.00
Racine Zoological Society	Racine	WI	General Support	\$500.00
Root-Pike Watershed Initiative	Racine	WI	Grant Program	\$15,000.00
Salvation Army Racine	Racine	WI	General Support	\$2,500.00
			Special Christmas Appeal	\$2,500.00
Southeastern WI Youth for Christ	Racine	WI	Racine Campus Life	\$20,000.00
Special Olympics-SE WI	Racine	WI	Sponsorships	\$1,000.00
United Way of Racine Co	Racine	WI	General Support	\$19,000.00
Volunteer Center of Racine, Inc	Racine	WI	General Support	\$1,000.00
Washington Park HS c/o RCF	Racine	WI	Hall of Fame Scholarship Program	\$5,000.00
WFH - All Saints Foundation	Racine	WI	General Support	\$6,000.00
Women's Resource Center	Racine	WI	General Support	\$1,000.00
Aurora Healthcare	Elkhorn	WI	Spiritual Care	\$25,000.00
GLA Environmental Ed. Fdn	Fontana	WI	General Support	\$1,000.00
Geneva Lake Association	Lake Geneva	WI	General Support	\$1,500.00
Geneva Lake Conservancy	Lake Geneva	WI	General Support	\$5,000.00
Geneva Lake Environmental Agency	Lake Geneva	WI	General Support	\$500.00
Geneva Lake Water Safety Comm.	Lake Geneva	WI	General Support	\$1,500.00
Lake Geneva Fresh Air Association	Lake Geneva	WI	General Support	\$5,000.00
Gathering Waters Conservancy	Madison	WI	General Support	\$1,000.00
Nature Conservancy-WI Chapter	Madison	WI	General Support	\$1,500.00
Wisconsin Academic Decathlon Fdn	Madison	WI	General Support	\$500.00
Wisconsin Historical Foundation	Madison	WI	Forward Campaign	\$1,000.00
Wisconsin Public Radio	Madison	WI	General Support	\$500.00
Wisconsin Taxpayers Alliance	Madison	WI	General Support	\$1,545.00
WMC Foundation-Business World	Madison	WI	Business World Program	\$3,000.00
Blood Center of Wisconsin, Inc.	Milwaukee	WI	General Support-Blood Research	\$1,000.00
Boy Scouts of America	Milwaukee	WI	General Support	\$1,000.00
Center for Deaf-Blind Persons, Inc	Milwaukee	WI	General Support	\$5,000.00
MPTV Friends (Channel 10/36)	Milwaukee	WI	General Support	\$1,000.00
Children's Hospital Foundation	Milwaukee	WI	General Support	\$2,000.00
Easter Seals	Milwaukee	WI	General Support	\$50.00
Leukemia & Lymphoma Society	Milwaukee	WI	General Support	\$250.00
March of Dimes	Milwaukee	WI	General Support	\$250.00
Marquette University	Milwaukee	WI	General Support	\$1,000.00
Medical College of Wisconsin	Milwaukee	WI	Cancer Research	\$10,000.00
Milwaukee Achiever Program	Milwaukee	WI	General Support	\$1,000.00

E.C. Styberg Foundation, Inc. E.I.N. 39-1410323 Form 990-PF (2011) Part XV Line 3a
 Grants and Contributions Paid
 During the Year Ended June 30, 2012

NAME	CITY	STATE	PURPOSE	AMOUNT
Milwaukee School of Engineering	Milwaukee	WI	General Support	\$20,000.00
United Performing Arts	Milwaukee	WI	General Support	\$3,000.00
Audio & Braille Literacy Enhancement (ABLE) V	Milwaukee	WI	General Support	\$1,000.00
WI Association of Independent Colleges	Milwaukee	WI	General Support	\$10,000.00
			College Readiness 21-Challenge C	\$25,000.00
Wisconsin Economic Ed. Council	Milwaukee	WI	General Support	\$700.00
Friends of Camp Anokijig	Plymouth	WI	Debt Reduction	\$25,000.00
Carroll University	Waukesha	WI	General Support	\$1,000.00
Association of Small Foundations	Bethesda	MD	Year End Grant	\$500.00
Garrett-Evangelical Theological Seminary	Evanston	IL	Scholarship Fund	\$25,000.00
Northwestern University	Evanston	IL	Bus School Fd/Annual Fd	\$2,000.00
Heifer International	Little Rock	AR	General Support	\$2,500.00
Berea College	Berea	KY	General Support	\$2,500.00
UC-Cumberland College	Williamsburg	KY	General Support	\$2,000.00
Beta Gamma Sigma	St Louis	MO	General Support	\$1,000.00
Christian Record Services	Lincoln	NE	General Support	\$500.00
Foundation for Economic Education	Irving-on-Hudson	NY	General Support	\$500.00
Children's Craniofacial Association	Dallas	TX	General Support	\$2,500.00
			Total	\$289,495.00

E.C. STYBERG FOUNDATION, INC.

E.I.N. 39-1410323 FORM 990-PF (2011)

Part XV, Line 3b

Grants and Contributions Approved for Future Payment

NONE



Portfolio Statement
As of 06/30/2012

STYBERG FOUNDATION COMBINED ASSETS Acct # STYBERG-FDN

Weight	Qty	Description	Symbol	Original Trade Date	Current Price	Cost Basis	Current Value
Styberg Foundation 31531601 Fdn							
Mutual Funds							
2.5%	9,565.22	DWS RREEF SECS TR REA	RRREX	06/25/2012	21.64	198,000.00	\$206,991.30
13.9%	109,826.27	Eaton Vance Atlanta Cap	EILGX	05/13/2010	10.59	1,035,927.01	\$1,163,060.19
1.2%	6,131.59	EV Atlanta Capital SMID Cap	EISMX	03/29/2011	17.00	100,348.36	\$104,237.06
3.0%	9,182.88	FPA Crescent Fund Inst	FPC1Z	03/07/2011	27.73	254,601.38	\$254,641.35
4.2%	19,290.54	Lazard Emerging Markets Inst	LZEMX	12/09/2009	18.19	373,702.58	\$350,894.87
1.9%	14,295.87	Mainstay High Yield Opportu	MYHAX	08/24/2010	11.39	166,481.22	\$162,829.91
6.2%	14,151.83	Mainstay Icap Equity Inst'l	ICAEX	08/24/2010	36.75	465,201.04	\$520,079.61
2.8%	10,862.56	Matthews China Fund Instituti	MICFX	12/15/2009	21.96	282,901.49	\$238,541.84
3.2%	12,201.54	Matthews Pacific Tiger Institut	MIPTX	11/17/2011	21.70	255,970.80	\$264,773.33
0.8%	12,442.54	Pimco Real Return Real Estate	PRRSX	06/25/2012	5.44	65,000.00	\$67,687.41
3.0%	13,333.85	Royce Premier Fund	RYPRX	09/22/2008	19.01	178,096.01	\$253,476.56
7.0%	17,775.96	Scout Core Plus Bd Fd Inst'l	SCPZX	08/10/2011	33.03	578,763.01	\$587,140.06
49.8%						3,954,992.90	\$4,174,353.49
Cash and Money Funds							
3.8%		Schwab Advisors Cash Reserv	SWZXX	109,431.94 6/30/12		315,348.63	\$315,348.63
				205,916.69 In transit - received			
				7/24/12 per July statement			
53.6%						4,270,341.53	\$4,489,702.12
Styberg Foundation 10166344 NML							
User-Defined							
17.3%	1	ECS Northwestern Mutual Lif	NMLSTYX	12/29/1986	1446343.05	250,000.00	\$1,446,343.05
17.3%						250,000.00	\$1,446,343.05
Styberg Foundation 8174-1296 RW Baird Account							
Equities							
0.3%	500	Auto Data Processing	ADP	03/11/1999	55.66	17,938.79	\$27,830.00
0.2%	300	Ecolab Inc	ECL	01/22/2004	68.53	8,158.50	\$20,559.00
0.4%	400	Exxon Mobil Corp Com	XOM	06/12/1996	85.57	8,678.40	\$34,228.00
0.0%	100	Fidelity National Info Services	FIS	12/22/2003	34.08	247.02	\$3,408.00
0.3%	400	Fiserv Inc Com	FISV	11/17/1997	72.22	5,888.88	\$28,888.00
0.3%	500	Illinois Tool Works Inc Com	ITW	08/05/1998	52.89	13,395.75	\$26,445.00
0.2%	500	Imperial Oil LTD New	IMO	06/18/2001	41.72	4,538.26	\$20,860.00
0.2%	200	Laboratory Corp of America	LH	01/22/2004	92.61	8,212.00	\$18,522.00
0.2%	400	Noble Corp	NE	12/03/1998	32.53	2,318.17	\$13,012.00
0.4%	500	Procter & Gamble Co Com	PG	07/19/2005	61.25	5,240.20	\$30,625.00
0.4%	500	Regal-Beloit Corp	RBC	07/19/2005	62.26	14,920.00	\$31,130.00
0.3%	300	Smucker JM Co	SJM	06/04/1991	75.52	10,769.95	\$22,656.00
3.3%						100,305.92	\$278,163.00
						118,646.07	
		Adjustment to Book Basis				\$218,951.99	\$278,163.00
Cash and Money Funds							
0.2%		Insured Deposit US Bank	9999712			15,723.44	\$15,723.44
		Adjustment to Book Basis					
3.5%						234,675.43	\$293,886.44

Portfolio Statement

As of 06/30/2012

STYBERG FOUNDATION COMBINED ASSETS Acct # STYBERG-FDN

Weight	Qty	Description	Symbol	Original Trade Date	Current Price	Cost Basis	Current Value
Styberg Foundation STYFDN-CMNSNS Common Sense Ptr II							
User-Defined							
7.4%	1	Common Sense Partners II - St	CMSENS SF	10/01/2007	617750 08	636,785.00	\$617,750 08
7.4%						636,785 00	\$617,750 08
Styberg Foundation 80115875 Robeco/Boston Partners							
Equities							
0.1%	254	American Electric Power Co I	AEP	03/12/2012	39.90	9,776 16	\$10,134 60
0.1%	222	Amerisourcebergen Corp	ABC	07/21/2011	39.35	8,589.88	\$8,735 70
0.2%	256	Amgen Inc	AMGN	06/21/2010	72.91	14,284.77	\$18,664.96
0.1%	146	Anheuser-Busch Companies In	BUD	06/21/2010	79.65	7,533.21	\$11,628.90
0.2%	30	Apple Computer Inc Com	AAPL	06/28/2011	584.00	11,737.41	\$17,520.00
0.1%	157	Autoliv Inc	ALV	06/21/2010	54.66	8,257.40	\$8,581.62
0.1%	124	Baxter Intl Inc Com	BAX	06/20/2012	53.15	6,375.71	\$6,590.60
0.6%	590	Berkshire Hathaway Cl B	BRK B	06/21/2010	83.33	47,503.91	\$49,164.70
0.2%	275	Capital One	COF	01/07/2011	54.66	12,943.20	\$15,031.50
0.1%	358	Carefusion Corp	CFN	08/12/2011	25.68	8,989.21	\$9,193.44
0.3%	809	CBS Corporation Cl B New	CBS	12/07/2010	32.78	17,998.49	\$26,519.02
0.2%	290	Cigna Corp	CI	01/09/2012	44.00	12,700.59	\$12,760.00
0.3%	1,595	Cisco Sys Inc Com	CSCO	11/10/2011	17.17	29,960.67	\$27,386.15
0.3%	778	Citigroup Inc Com	C	04/19/2011	27.41	31,911.51	\$21,324.98
0.3%	858	Comcast Cp New Cl A Spl	CMCSA	06/21/2010	31.97	17,408.93	\$27,430.26
0.1%	267	Computer Assoc Intl Inc	CA	07/28/2011	27.09	5,949.10	\$7,233.03
0.2%	314	Covidien Ltd	COV	01/19/2011	53.50	15,240.21	\$16,799.00
0.2%	345	CVS Corp	CVS	04/01/2011	46.73	12,174.49	\$16,121.85
0.1%	79	Davita Inc	DVA	11/04/2011	98.21	5,796.43	\$7,758.59
0.1%	244	Discover Financial Svcs	DFS	06/21/2010	34.58	3,727.47	\$8,437.52
0.2%	453	Ebay Inc	EBAY	06/21/2010	42.01	13,300.36	\$19,030.53
0.1%	217	Edison Intl	EIX	06/21/2010	46.20	7,494.35	\$10,025.40
0.1%	620	Electronic Arts Inc	EA	05/02/2012	12.35	9,337.88	\$7,657.00
0.2%	160	EOG Resources Inc	EOG	09/17/2010	90.11	13,452.06	\$14,417.60
0.1%	202	Equitable Resources Inc Com	EQT	04/30/2012	53.63	9,909.18	\$10,833.26
0.5%	468	Exxon Mobil Corp Com	XOM	06/21/2010	85.57	35,807.78	\$40,046.76
0.1%	868	Fifth Third Bancorp	FITB	10/26/2011	13.40	10,742.04	\$11,631.20
0.5%	2,142	General Electric	GE	09/22/2011	20.84	32,260.03	\$44,639.28
0.2%	345	Harsco Corp	HRS	06/21/2010	41.85	16,818.96	\$14,438.25
0.2%	279	Honeywell Inc Com	HON	06/21/2010	55.84	12,638.22	\$15,579.36
0.2%	169	Humana Inc Com	HUM	06/21/2010	77.44	9,145.47	\$13,087.36
0.1%	350	Ingram Micro Inc Cl A	IM	04/19/2012	17.47	6,520.50	\$6,114.50
0.4%	960	J P Morgan & Co Inc Com	JPM	06/21/2010	35.73	37,953.73	\$34,300.80
0.4%	510	Johnson & Johnson Com	JNJ	06/21/2010	67.56	30,673.15	\$34,455.60
0.2%	339	Kohls Corporation	KNS	12/23/2010	45.49	17,274.72	\$15,421.11
0.2%	437	Lear Corp	LEA	06/13/2011	37.73	19,908.43	\$16,488.01
0.1%	125	Liberty Media New Ser A	LMCA	06/21/2010	87.91	7,593.00	\$10,988.75
0.1%	179	Marsh & McLennan Cos Inc	MMC	08/09/2011	32.23	5,275.90	\$5,769.17
0.2%	341	McGraw-Hill Companies Inc	MHP	05/04/2011	45.00	14,282.32	\$15,345.00
0.2%	220	McKesson Corp New	MCK	06/21/2010	93.75	15,379.87	\$20,625.00
0.1%	209	Meadwestvaco Corp	MWV	04/19/2012	28.75	6,514.01	\$6,008.75
0.2%	658	MetLife Inc	MET	03/03/2011	30.85	25,347.32	\$20,299.30
0.4%	994	Microsoft Corp Com	MSFT	06/21/2010	30.59	26,106.79	\$30,406.46
0.1%	148	Northrop Grumman Corp	NOC	07/16/2010	63.79	7,792.05	\$9,440.92
0.3%	291	Occidental Petroleum	OXY	06/21/2010	85.77	23,950.83	\$24,959.07
0.2%	289	Omnicom Group Inc Com	OMC	06/21/2010	48.60	11,290.57	\$14,045.40
0.2%	461	Oracle Corporation	ORCL	06/21/2010	29.70	11,464.38	\$13,691.70
0.1%	150	Parker Hannifin Corp	PH	05/09/2012	76.88	12,748.38	\$11,532.00
0.5%	1,921	Pfizer Inc Com	PFE	08/03/2010	23.00	31,587.80	\$44,183.00
0.1%	203	PNC Financial Services Group	PNC	04/26/2011	61.11	10,081.76	\$12,405.33

Portfolio Statement

As of 06/30/2012

STYBERG FOUNDATION COMBINED ASSETS Acct # STYBERG-FDN

Weight	Qty	Description	Symbol	Original Trade Date	Current Price	Cost Basis	Current Value
Styberg Foundation 80115875 Robeco/Boston Partners							
Equities							
0.2%	286	Raytheon Co Cl B	RTN	01/19/2011	56.59	14,351.23	\$16,184.74
0.1%	108	Reinsurance Grp Of Amer	RGA	06/21/2010	53.21	5,283.24	\$5,746.68
0.1%	138	Rock-Tenn Co Cl A	RKT	02/08/2011	54.55	8,464.34	\$7,527.90
0.2%	270	Royal Dutch Shell A Adrf	RDSA	02/16/2011	67.43	19,124.42	\$18,206.10
0.2%	353	Sanofi Aventis Adr	SNY	01/27/2012	37.78	12,804.97	\$13,336.34
0.1%	464	Seagate Technology PLC	STX	04/15/2011	24.73	6,666.25	\$11,474.72
0.1%	4,259	Sinus Satellite Radio	SIRI	12/01/2011	1.85	8,084.39	\$7,879.15
0.2%	993	SLM Corp	SLM	06/21/2010	15.71	11,766.59	\$15,600.03
0.1%	99	SM Energy Company	SM	04/12/2012	49.11	6,467.08	\$4,861.89
0.1%	164	St Jude Medical Inc	STJ	05/17/2012	39.91	6,249.84	\$6,545.24
0.1%	851	Staples Inc	SPLS	03/02/2012	13.05	12,949.20	\$11,105.55
0.1%	290	Suntrust Banks Inc	STI	01/09/2012	24.23	6,081.34	\$7,026.70
0.2%	301	Target Corp	TGT	12/09/2010	58.19	16,593.69	\$17,515.19
0.1%	79	Time Warner Cable	TWC	06/26/2012	82.10	6,168.64	\$6,485.90
0.2%	387	Time Warner Inc Com	TWX	06/21/2010	38.50	12,522.26	\$14,899.50
0.1%	122	Travelers Companies Inc	TRV	06/21/2010	63.84	6,310.01	\$7,788.48
0.2%	438	Tyco Electronics Ltd	TEL	07/30/2010	31.91	13,591.47	\$13,976.58
0.2%	345	Tyco Intl LTD	TYC	06/21/2010	52.85	14,469.56	\$18,233.25
0.2%	290	United Health Group Inc	UNH	12/07/2011	58.50	14,192.32	\$16,965.00
0.1%	135	United Parcel Service Cl B	UPS	05/31/2012	78.76	9,978.90	\$10,632.60
0.3%	764	US Bancorp Del New	USB	06/21/2010	32.16	18,281.54	\$24,570.24
0.1%	271	Validus Holdings Ltd	VR	06/21/2010	32.03	6,862.60	\$8,680.13
0.1%	128	Viacom Inc Com Cl B	VIA.B	06/21/2010	47.02	4,427.42	\$6,018.56
0.2%	504	Vodafone Group PLC ADR	VOD	06/21/2010	28.18	13,073.64	\$14,202.72
0.7%	1,692	Wells Fargo & Co New	WFC	06/21/2010	33.44	49,275.52	\$56,580.48
0.1%	648	Western Union Company	WU	08/24/2010	16.84	11,039.80	\$10,912.32
0.1%	783	Xerox Corporation Com	XRX	07/30/2010	7.87	7,433.22	\$6,162.21
0.1%	482	Xylem Inc	XYL	05/04/2011	25.17	12,949.38	\$12,131.94
14.9%						1,116,973.45	\$1,246,132.43
Cash and Money Funds							
0.4%		Schwab Advisors Cash Reserv	SWZXX			34,127.83	\$34,127.83
15.3%						1,151,101.28	\$1,280,260.26

Styberg Foundation 13858706 Quantum Capital

Equities							
0.1%	52	3M Company	MMM	03/21/2011	89.60	4,751.25	\$4,659.20
0.1%	83	Abbott Labs	ABT	03/21/2011	64.47	3,996.10	\$5,351.01
0.1%	8	Apple Computer Inc Com	AAPL	03/29/2012	584.00	4,912.74	\$4,672.00
0.0%	76	Baxter Intl Inc Com	BAX	03/21/2011	53.15	4,009.44	\$4,039.40
0.1%	165	Bb&T Corporation	BBT	12/16/2011	30.85	3,977.76	\$5,090.25
0.1%	162	Bristol Meyers Squibb Co Co	BMJ	12/16/2011	35.95	5,547.08	\$5,823.90
0.0%	38	Chevron Corp	CVX	03/21/2011	105.50	3,992.79	\$4,009.00
0.1%	59	Chubb Corp Com	CB	03/21/2011	72.82	3,493.81	\$4,296.38
0.0%	238	Cisco Sys Inc Com	CSCO	12/16/2011	17.17	4,100.99	\$4,086.46
0.0%	55	Coach Inc	COH	03/21/2011	58.48	2,847.09	\$3,216.40
0.1%	63	Coca Cola Co Com	KO	03/21/2011	78.19	4,016.88	\$4,925.97
0.1%	42	Colgate Palmolive Co Com	CL	09/30/2011	104.10	3,759.09	\$4,372.20
0.0%	139	Conagra Inc	CAG	03/21/2011	25.93	3,212.69	\$3,604.27
0.0%	66	ConocoPhillips	COP	03/21/2011	55.88	3,890.56	\$3,688.08
0.0%	60	Dom Res Inc VA New Com	D	06/28/2012	54.00	3,242.37	\$3,240.00
0.0%	141	Duke Energy Corp	DUK	03/21/2011	23.06	2,508.05	\$3,251.46
0.0%	48	Exxon Mobil Corp Com	XOM	03/21/2011	85.57	3,994.77	\$4,107.36

Portfolio Statement

As of 06/30/2012

STYBERG FOUNDATION COMBINED ASSETS Acct # STYBERG-FDN

Weight	Qty	Description	Symbol	Original Trade Date	Current Price	Cost Basis	Current Value
Styberg Foundation 13858706 Quantum Capital							
Equities							
0 1%	127	Freeport McMoran CP&GLD B	FCX	06/08/2011	34 07	5,192 69	\$4,326 89
0 0%	73	Illinois Tool Works Inc Com	ITW	03/21/2011	52 89	4,012.92	\$3 860 97
0 1%	184	Intel Corp	INTC	03/21/2011	26 65	3,723 38	\$4,903 60
0 1%	30	International Business Machin	IBM	03/21/2011	195 58	4 751 95	\$5 867 40
0 0%	119	Johnson Controls Inc	JCI	03/21/2011	27 71	4,818 69	\$3,297 49
0 1%	207	Lowe's Co	LOW	03/21/2011	28.44	5,278 92	\$5 887 08
0 1%	190	Microsoft Corp Com	MSFT	03/21/2011	30 59	4,815 57	\$5 812 10
0 0%	276	New York Cmnty Bancorp	NYB	07/15/2011	12 53	3,604 37	\$3,458 28
0 0%	40	Occidental Petroleum	OXY	03/21/2011	85 77	4,057 31	\$3,430 80
0 1%	153	Oracle Corporation	ORCL	03/21/2011	29 70	4,822 02	\$4,544.10
0 1%	200	Pfizer Inc Com	PFE	03/21/2011	23 00	4,014 55	\$4,600 00
0 0%	68	PNC Financial Services Group	PNC	06/23/2011	61 11	3,868 17	\$4,155 48
0 0%	29	PPG Industries Inc	PPG	12/16/2011	106 12	2,356 01	\$3,077 48
0 1%	90	Qualcomm Inc	QCOM	03/21/2011	55 68	4,840 87	\$5,011 20
0 1%	65	Rockwell Automation Inc	ROK	11/14/2011	66 06	4,808 34	\$4,293 90
0 9%	559	S&P 500 Rec't	SPY	03/21/2011	136 11	73,602 84	\$76,082 70
0 1%	69	Snap On Inc	SNA	06/08/2011	62 25	3,921 58	\$4,295 25
0 1%	151	Spectra Energy Corp	SE	03/21/2011	29 06	4,011 66	\$4,388 06
0 0%	56	Tiffany & Co New	TIF	08/11/2011	52 95	3,834 05	\$2,965 20
0 1%	68	Travelers Companies Inc	TRV	03/21/2011	63 84	4,010 61	\$4 341 12
0 1%	109	Verizon Communications	VZ	03/21/2011	44 44	4,005 87	\$4,843 96
0 1%	77	Wal Mart Stores Inc	WMT	03/21/2011	69 72	4 002 02	\$5 368 44
2 9%						228,607 85	\$241,244 84
Options							
0 0%	16	Put Spdr S&P 500 Etf Tr 09/22/2012		02/06/2012	2 19	10,501 93	\$3,504 00
Short Options							
0 0%	4	Call Spdr S&P 500 Etf Tr 07/21/2012		06/21/2012	4 18	(1,015 75)	\$(1 672 00)
						238,094.03	243,076.8
Cash and Money Funds							
0 1%		Schwab Advisors Cash Reserv	SWZXX			5,616 93	\$5,616 93
3 0%						243,710 96	\$248,693 77
100 0%						\$6,786,614	\$8,376,636
M&I BMO HARRIS BANK CHECKING ACCOUNT						13,460.00	13,460.00
TOTAL ASSETS						\$6,800,074	\$8,390,095

and are intended to supplement, but not replace account statements and trade confirmations prepared by the custodian. Please compare the information in PCM's client reports with the information in account statements provided by the custodian. If you find any discrepancies, please contact us immediately at 414-359-1000. This report may be delayed. Missing investment cost basis information will distort reports. You and your tax advisors MUST rely on the information provided by the custodian. Market values of securities may vary from those reported by the custodian.

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Organization's Application for Grant From Private Foundation
(Not for use by individuals)

To:

From:

(Name of Foundation)

(Name of Applicant)

(Street Address)

(Street Address)

(City, State and ZIP code)

(City, State and ZIP code)

Part I. Information about the Applicant

1. Is the applicant organized as a nonprofit organization under State laws governing charitable organizations? . . . ☐ Yes ☐ No
If yes, what State or Commonwealth governs? _____
If no, please explain: _____
2. Has the applicant received a ruling or determination letter from the Internal Revenue Service about any of the following?
- (a) Exempt status ☐ Yes ☐ No
(b) Private foundation status ☐ Yes ☐ No
(c) Grant-making procedures ☐ Yes ☐ No
Attach a photocopy of each such letter.
If any item is marked no, explain: _____
3. (a) Attach a copy of the applicant's proposed budget for the year in which the grant funds are to be used.
(b) If this grant will be a substantial and material part of the budget, attach a copy of the latest information return (Form 990 or 990-PF) filed by the applicant with the Internal Revenue Service.
(c) Describe the applicant's purposes and activities in general.

4. Is the applicant controlled by, related to, connected with, or sponsored by another organization? () Yes ()
If yes, identify the organization (including its purposes and activities) and explain the relationship:

5. List the name and address and title of each member of the applicant's governing board:

_____ (Name)	_____ (Title or office)
_____ (Street address)	_____ (City, State and ZIP Code)
_____ (Name)	_____ (Title or office)
_____ (Street address)	_____ (City, State and ZIP Code)
_____ (Name)	_____ (Title or office)
_____ (Street address)	_____ (City, State and SIP Code)
_____ (If more space is needed attach a separate list)	

6. Has the applicant (or any organization listed in 4, above, ever applied for or received a grant from this foundation? () Yes ()
If yes, give details:

Part II. Use of the proposed grant

7. Show the amount requested and explain in detail how it will be used. State whether the grant is to be earmarked for the use or benefit of any one person, group, or class of people. If so, for whom?

-
8. Person to contact who will be administering the proposed program.

(Name)

(Title)

(Street address)

(City, State and Zip code)

(Area code and telephone number)

Describe this person's experience and qualifications to administer the program.

From my own knowledge, I state that the information given in Parts I and II is correct. The applicant organization has authorized me to make this application.

(Name)

(Date)

(Title or office)

The information in Parts I and II is to help the grantor foundation meet the requirements of Section 4945(h) of the Internal Revenue Code.

Part III. To be filled in by Grantor Foundation

9. Evaluation:

10. Special supervisory or follow-up requirements, if any:

11. Remarks:

(Grant or program officer)

12. Action taken. (Person to approve action must initial and date)

- | | |
|---------------------------------------|---------|
| (a) Approved as requested | (_____) |
| (b) Approved as modified, see Remarks | (_____) |
| (c) Denied | (_____) |
| (d) Date of grant agreement | (_____) |
| (e) Amount of grant \$ _____ | (_____) |
| (f) Date of grant _____ | (_____) |
| (g) Date of interim report _____ | (_____) |
| (h) Date of final report _____ | (_____) |
| (i) Date file closed _____ | (_____) |
-

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
- Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions		Enter filer's identifying number, see instructions	
	E.C. STYBERG FOUNDATION, INC.		☒ 39-1410323	Employer identification number (EIN) or
	Number, street, and room or suite no. If a P.O. box, see instructions		☐	Social security number (SSN)
	P.O. BOX 788			
City, town or post office, state, and ZIP code For a foreign address, see instructions				
RACINE, WI 53401				

Enter the Return code for the return that this application is for (file a separate application for each return) ☐ 0 ☐ 4

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **PAUL L. GUENTHER, TREASURER**
Telephone No **262 637-9301** FAX No
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until **05/15, 2013**
- 5 For calendar year , or other tax year beginning **07/01, 2011**, and ending **06/30, 2012**
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a \$	9,960.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$	9,960.
c Balance Due. Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c \$	0

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature **Michelle L Weber** Title **CPA-EM2 Mgr** Date **2/8/13**

Form 8868 (Rev 1-2012)

Form **8868**

(Rev. January 2012)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

► **File a separate application for each return.**

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

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

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

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

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

Part I only ☐

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

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.		Enter filer's identifying number, see instructions	
	E.C. STYBERG FOUNDATION, INC.		Employer identification number (EIN) or	
	Number, street, and room or suite no. If a P.O. box, see instructions		☒ 39-1410323	
	P.O. BOX 788		☐ Social security number (SSN)	
City, town or post office, state, and ZIP code. For a foreign address, see instructions.				
RACINE, WI 53401				

Enter the Return code for the return that this application is for (file a separate application for each return) ☐ 0 ☐ 4

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

- The books are in the care of ► PAUL L. GUENTHER, TREASURER

Telephone No. ► 262 637-9301

FAX No. ► _____

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 02/15, 20 13, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☐ calendar year 20 ____ or
- ☒ tax year beginning 07/01, 2011, and ending 06/30, 2012

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	9,960.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$	6,960.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$	3,000.

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

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

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